

LONDON BOROUGH OF HOUNSLOW CHAMBER OF COMMERCE

RULES AND STANDING ORDERS

1. Title of Association

The name of the Association is “The London Borough of Hounslow Chamber of Commerce”. It is hereinafter referred to as the Chamber. The Chamber may be affiliated to the Association of British Chambers of Commerce or any organisation with similar objects to the Chamber as may be approved by the Executive Committee.

- 1A.** From March 2011 it is proposed that the Chamber becomes incorporated as a company limited by guarantee using the name “The London Borough of Hounslow Chamber of Commerce Limited”. In order to proceed, the executive committee is authorised to undertake whatever actions are necessary to achieve this status, including, but not limited to, applying to the British Chambers of Commerce for permission to include the words “Chamber of Commerce” in the name of the company, setting up the company including the adoption of memorandum and articles, transferring the assets of the Chamber to the new company, and appointing the first board of directors of the new company.

2. Objects

The objects for which the Chamber is established are:

- a) For the association 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 in the London Borough of Hounslow and its neighbourhood.
- b) To collect, collate and circulate statistical and other information relating to trade, commerce and manufacturers, 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 borrow money or raise loans required for the purpose of the Chamber, upon such securities as may be determined.
- e) To purchase, take on lease or exchange, hire or otherwise acquire any real or personal property, and any rights or privileges, which the Chamber may think necessary or convenient for the purpose of its business.
- f) To sell, improve, manage, develop, lease, mortgage, dispose or otherwise deal with all or any part of the property of the Chamber.

- g) To support and to diffuse information as to sound and fair principles of trading, and discourage unfair competition as being opposed to the individual interests and to the well being of traders and the general public.
- h) To create and foster a spirit of good-will, friendship and unity among the traders, merchants, manufacturers and professional persons and others of the Borough, and by meetings, discussions, lectures, debates, conferences and other similar functions to provide facilities for social intercourse on a friendly basis between all members of the Chamber.
- i) To subscribe to and support such charitable institutions and objects as may be deemed worthy.
- j) To co-operate with approved kindred associations and societies in the promotion of the objects of the Chamber.
- k) 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 endeavours to procure the observance by its members or others of any restriction or regulations which, if an object of the Chamber, would make it a Trade Union.

3. Membership

Membership of the Chamber shall be open to all individual persons, firms or companies actively engaged in business in the London Borough of Hounslow, upon being duly proposed and seconded by existing members and receiving the votes of a majority of those present at an Executive Committee meeting. The Executive Committee shall have the power to refuse application for membership without assigning a reason.

4. Officers and Committee

The Officers of the Chamber shall be a President, two Vice Presidents, Hon. Treasurer and an Executive Committee of not more than 20 members.

In addition Past Presidents of the Chamber shall be members of the Executive Committee with full voting rights for a period of three years after ceasing to hold office as President.

In addition, there shall be a Secretariat, an Auditor and Legal Advisor, who shall, if required, attend meetings of the Executive Committee but shall not be members of the Executive and shall have no voting rights ex officio.

5. Election of Officers

The election of all Officers and Members of the Executive Committee, hereinafter known as the Committee, and the Hon. Treasurer, Auditor and Legal Advisor, shall take place at the Annual General Meeting, retiring members being eligible for re-election, but upon any vacancy occurring in the Officers or Committee during the year the committee shall have the power to fill the same. Nominations shall be made in writing signed to two members and the nominee consenting to serve and delivered to the Secretary not later than the first day of March in every year. Elections shall be by written vote taken from a list of nominations. Ballot shall be taken at the Annual General Meeting by all members present. The Committee shall have power to appoint such sub-Committees as may be deemed desirable, and to co-opt ordinary members should the occasion so arise. The attendance of the Elected members of the Committee shall be duly recorded by the Secretary, and a report thereon presented to the A.G.M. Any members of the Committee, or any sub-Committee who fails to attend a three consecutive meetings, shall, unless the Committee otherwise decides, cease to be a member thereof.

6. Representation of Companies and Firms

Membership of the Chamber shall be limited to not more than one representative from any Company or Firm provided that every individual Company or Firm having more than one bona fide place of business in the London Borough of Hounslow shall be entitled to one additional representative or representatives for each additional place of business on payment of the appropriate subscriptions.

7. Duties of Hon. Treasurer

The Hon. Treasurer shall at least once each month reconcile the bank statements with the cashbook and vouchers. The Treasurer will report on the Chamber's funds orally or in writing to every meeting of the Executive Committee and take such steps as are necessary in accordance with the general directions of the Executive Committee to ensure the Chamber's funds are deposited to the maximum advantage of the Chamber. All amounts due from the Chamber shall be paid by cheque signed by the President, or in his absence, one of the Vice Presidents, and countersigned by the Hon. Treasurer or the Secretary. No payments shall be made unless they meet the requirements of Rule 9. The Hon. Treasurer shall promptly pay all monies received on behalf of the Chamber into a bank account in the name of the Chamber with a bank to be nominated by the Executive Committee and shall maintain the accounts of the Chamber in the manner prescribed by the Hon. Auditor. The Hon. Treasurer shall present to the members at the A.G.M. a duly audited Statement of Accounts showing all financial transactions of the Chamber, made up to the last day of December in each year.

8. Duties of the Chamber Secretariat

The Secretariat shall be responsible for the administration of the Chamber and conducting all correspondence. Also for carrying out all such instructions as may be given by the President or Vice Presidents of the Chamber, provided

that all such instructions are in accordance with these rules, and not contrary to the declared policy of the Chamber.

Specific Duties – The Secretariat shall be responsible for the following:

- a) Keeping an up to date register of names, addresses and occupations of all members.
- b) Keeping a record of the proceedings of the Chamber in a minute book kept solely for that purpose.
- c) Enrolment of new members
- d) The collections of members' subscriptions.
- e) Providing advice and assistance to members of the Chamber.

9. Duties of Members

It shall be the duty of every member to furnish to the Secretariat all information in his power that will conduce to the benefit or protection from fraud of the other members, and especially to transmit to the Secretariat immediate notice of all cases within his knowledge of attempts to obtain goods or credit on fraudulent pretences or without apparent means of payment or of all fraudulent or suspicious cases of bankruptcy or insolvency. No member shall incur financial liability on behalf of the Chamber unless such liability has previously been approved by the Committee. In cases of urgency, expenditure on behalf of the Chamber may be sanctioned by the President or one of the Vice Presidents, but such action must be reported for confirmation at the next Committee meeting. All contracts with the Chamber are to be reviewed annually at a General Meeting.

10. Discipline

The Committee shall have full power to expel or suspend any member whose circumstances or conduct renders him, in their opinion unfit for membership, but no such member shall be suspended or expelled without first being informed of the allegations made against him or her by, at least 14 days previous written notice from the Secretariat and being warned to attend before the Committee and give any explanation he or she may have to offer. Any member so suspended or expelled may appeal to a General Meeting of the Chamber.

11. Annual General Meeting

The Annual General Meeting shall be held in March of each year. At such Meeting the President, on behalf of the Committee, shall present a Report with references to all matters, which they have dealt with during the year.

12. Meetings

The Chamber shall meet once a month, with the exception of August and December. The Committee may convene General Meetings of members to consider particular matters and upon a requisition in writing of eleven or more members. The Secretariat shall convene such a Meeting to be held within ten days of the receipt of requisition. A minimum of fifteen members shall form a quorum.

13. Committee Meetings

The Committee shall normally meet once in every month, or more often if necessary, but no less than nine times in each calendar year. Special meetings of the Committee may be convened by the President or either of the Vice Presidents or any other three members of the Committee through the Secretariat. A minimum of five shall form a quorum.

14. Voting. General Meetings

Every member of the Chamber shall have one vote and the mode of voting shall be as follows:

- a) Motions and Amendments – by show of hands
- b) If decision on show of hands be challenged – by Ballot

When a Ballot is to be taken two members shall be appointed by the Meeting as scrutineers who shall count the number of votes and report the result in writing to the Chairman who shall declare to the meeting the result of the Ballot. In cases of equality of votes the Chairman shall have a second or casting vote. Scrutineers shall not lose their right of voting.

15. Arbitration

Any member may, by notice in writing to the Secretariat, request the Committee by itself or by the appointment of a referee or Arbitrators, to undertake the settlement of a dispute between members of the Chamber arising out of any commercial transaction provided both parties to the dispute consent. The Committee shall not be obliged to arbitrate or to refer such disputes to arbitration but any such reference shall be conducted under such rules of procedure and upon such conditions as the Committee may adopt to secure a reasonable settlement of the dispute.

16. Indemnity

If any proceedings, prosecution, action or suit at law be commenced against any of the Committee, or the Secretariat or any other officer, servant or agent

of the Chamber, for anything done by them in proper and reasonable discharge of their duty to the Chamber, the cost of the Chamber from all damage, costs and expenses which may be incidental to or result from such prosecution, action, suit at law or proceedings and the Committee are hereby expressly empowered to apply the property and funds of the Chamber for such purpose.

17. Subscriptions

- a) Every member shall pay such annual subscriptions as shall be determined at the AGM or at any Special General Meeting by a simple majority. All subscription renewals from members joining after 1st October 2007 shall become due on the anniversary of the date on which they joined. All subscription renewals from members who joined before 1st October 2007 shall become due on 1st January each year. No member shall have the right to vote at any meeting unless their subscription shall have been previously paid. Subscription rates shall run from the first day of the month following the AGM. Any member 3 months in arrears with subscription automatically ceases to be member of the Chamber. No member who resigns, or is expelled, from the Chamber shall have any part of his subscription refunded.
- b) That the Executive Committee will have the right, from June 2005, to raise the subscription fees in line with the R.P.I. on an annual basis.
- c) That members who have retired from business, serving more than three years on the Executive Committee shall be exempt from membership fees for as long as they remain on the Committee. That members who serve as President of the Chamber for more than three years shall be exempt from membership fees for as long as they remain members of the Chamber. The title "Honorary Member" together with the implied benefits shall be awarded at the discretion of the Executive Committee to those members of the Chamber who have given outstanding service to the Chamber.

18. Standing Orders

- a) The President, or in his absence, one of the Vice Presidents shall preside at all General Meetings of the Chamber and meetings of the Committee. In the absence of all three Senior Executives at any meeting the member there, for such meeting shall elect a Chairman to Preside over them on that occasion.
- b) That at every meeting, the Minutes of the preceding meeting shall be submitted and, if approved, signed by the Chairman.
- c) That all communication received by the Secretariat requiring the consideration of the meeting shall be read after the Minutes are confirmed.
- d) That the Resolutions and Reports of the appointed Committees shall have precedence over ordinary motions.

- e) That only one Amendment shall be before a meeting at any one time, which must be decided by the meeting voting for or against it. Any amendment, which is carried shall take the place of the original motions, and shall be subject to fresh amendments. No motion or amended Resolution shall be considered as carried until it should have been voted upon as a Substantive Resolution after all amendments thereon shall have been disposed of.
- f) No member, except the Mover, shall speak more than once on the same motion, amendment, question or point of order, unless by permission of the Chairman, and under no circumstances shall sectarian questions or party politics be discussed at any meeting.
- g) Each member shall rise on speaking and address the Chairman, and not any other member, and while one member is speaking other members shall remain silent. If two or more members rise together the Chairman shall decide who shall speak first; whenever the Chairman rises to speak no other member shall continue standing, nor shall any member rise until the Chair is resumed.
- h) Every fully paid member of the Chamber has the right to submit a Notice of Motion to the Secretariat not less than 14 days prior to a General Meeting and it shall be included on the Agenda.
- i) That if any Meeting be adjourned, the business shall be resumed as a continuation of the former Meeting, provided that Standing Order b) be observed.
- j) That the decision of the Chairman with regard to the application and interpretation of these Standing Orders shall be final.

19. Alteration of Rules

No alterations shall be made to these Rules except by a Resolution to be duly passed by two thirds of the members present at a Special General Meeting. Fourteen days notice in writing of any such Resolution shall be given to the Secretariat who shall call such Special General Meeting to take place within 21 days of the receipt of such Notice. In case any matter shall at any time arise not provided for in these Rules, or any doubts arise as to the interpretation of these Rules, the same shall be determined by the Chairman of the Meeting whose decision shall be final. Any Notice required to be served on members by these Rules shall be sent to a member's last recorded address by ordinary prepaid post. If in the opinion of the President, whose decision shall be final, it shall not be practical, due to industrial action or for any other reason, to serve Notice by post, such Notice may be given by advertisement in such local paper, or papers, circulating in the London Borough of Hounslow as the President may select.