

**Mull and Iona Chamber of Commerce**

Adopted at the AGM on 19<sup>th</sup> March 2005

**1. NAME**

The name shall be 'The Mull and Iona Chamber of Commerce'.

**2. AIMS**

To promote, protect and develop the interests of the business community of Mull, Iona and adjacent islands (the operating area).

**3. OBJECTS**

The Chamber shall further this aim by means of the following objects: it shall

- a. act as a body representing businesses and providing a forum to share good practice, within the operating area.
- b. be a voice on behalf of the needs of businesses in the operating area.
- c. seek to facilitate the provision of training and skills development initiatives, workshops and events that will assist business.
- d. make representation to government and other organisations to improve infrastructure for trade and industry and to facilitate inward investment.
- e. promote business in the operating area and assist with marketing and advertising.
- f. partake in any other activity to further business sustainability in the operating area as deemed necessary by the board.

**4. MEMBERSHIP**

- a. The membership of the Chamber shall consist of sole traders, partnerships, limited companies and organisations carrying on trade, profession or business in or with the operating area.
- b. Each member shall be entitled to one vote.
- c. Application for membership shall be made to the secretary who shall submit the application to the board of management at their next meeting.
- d. The annual membership subscription shall be decided by the board of management.
- e. Any member whose subscription is not paid within three months of the commencement of the current subscription year shall thereby cease to be a member. Persons joining the Chamber shall pay their subscription immediately on admittance.
- f. In the event of any member being considered by the Board of Management to be unfit for membership, such a member will be notified in writing by the Secretary and will be invited to resign.
- g. It shall be competent for a majority of not less than three quarters of the members voting on a

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resolution at a duly convened special general meeting of the Chamber of Commerce called for the purpose, to expel any member whose conduct renders him/her/it/them unfit to be a member of the Chamber.

- h. A copy of such notice shall be sent by recorded delivery, addressed to the member concerned within one week of the special general meeting at which expulsion is decided.
- i. Those employed by the Chamber shall not be eligible for membership.

### 5. MANAGEMENT

- a. The affairs and activities of the Chamber shall be controlled by a Board of Management comprised of members elected at the AGM. The Board of Management shall consist of up to twelve members at all times representing, where possible, different sectors of business from the operating area.
- b. In electing the Board of Management, members should seek to achieve a balance of age and gender and a broad geographical spread, whilst recognising the constraints of island demographics and transport problems.
- c. The President, Vice-President, Treasurer and Secretary shall be elected by the Board of Management at the next available meeting after the AGM, to hold office for one year but may be re-elected.
- d. One third of the Board of Management shall resign by rotation every year.
- e. The President and, in his/her absence the Vice-President, shall be in charge of all meetings. In the event of both President and Vice-President being absent, the Board of Management shall elect one of their members to take charge of the meeting.
- f. The President shall not vote on any motion but may exercise the casting vote when required.
- g. The Quorum at Board of Management meetings shall be five members. Each member attending a meeting shall have one vote.
- h. The Board of Management shall meet once in each calendar month, subject to alteration at the discretion of the President. All proceedings shall be minuted. Minutes shall be made available to all members.
- i. Any member, or prospective member, of the Chamber may attend and contribute to Board of Management meetings at the discretion of the President.
- j. Any decision of the Board of Management may be amended or overturned by simple majority, at either the AGM or a Special General Meeting.

### 6. POWERS

The Board of Management shall be empowered to publish and enforce such rules as necessary to govern the activities of the Chamber, and to act on behalf of the Chamber to trade, lend or borrow, contract, remunerate, insure, raise funds, rent, own property or other assets or support any other

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contract, remunerate, insure, raise funds, rent, own property or other assets or support any other activity which may be incidental or conducive to the attainment of the objects of the Chamber.

### **7. CO-OPTION**

The Board of Management may co-opt any members or any persons for a special purpose and such members or persons shall hold said special office until the Annual General Meeting next ensuing.

### **8. SUB-COMMITTEES**

- a. The Board of Management may appoint special or standing committees or sub-committees as may be necessary. It shall determine their terms of reference, powers, duration, composition and quorum.
- b. All acts and proceedings of such special committees or sub-committees shall be recorded and reported to the Board of Management as soon as possible.

### **9. ANNUAL AND SPECIAL GENERAL MEETINGS**

- a. The Annual General Meeting of the Chamber shall be held within six months of the financial year-end.
- b. At least 21 clear days notice shall be given, by correspondence and public notice.
- c. The quorum at General Meetings shall be ten members and decisions will be taken by a majority of votes cast. Each member shall have one vote and in the event of a tie, the President shall have the casting vote.
- d. Nominations for the Board of Management to fill pending vacancies, duly seconded, shall be received in writing before the commencement of the Annual General Meeting. In the event of there still being vacancies at the AGM, nominations will be taken from the floor.
- e. All proceedings of General Meetings will be minuted. Minutes shall be made available to all members.
- f. Any member wishing to move an alteration to the rules of the constitution at the Annual General Meeting must intimate the terms of the motion to the Secretary, in writing, at least twenty-eight days before the date of the Annual General Meeting.
- g. A Special General Meeting of the Chamber may be called by any member who, provided that member has obtained the endorsement of at least twelve members whose signatures must appear on the motion, submits the motion to the Secretary who, on being satisfied that the motion complies with the foregoing requirements, shall be obliged to call such a General Meeting within twenty eight days from his first receiving the written motion from the sponsoring member.

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- h. A Special General Meeting shall be held on a date decided by the Board of Management.

### **10. FINANCE**

- a. All monies raised by, or on behalf of, the Chamber shall be used for no purpose other than the furtherance of the aims of the Chamber.
- b. The Board of Management shall regulate the finances of the Chamber.
- c. The Treasurer shall be responsible for
  - i. receiving and dispersing all monies due to and by the Chamber.
  - ii. ensuring that correct accounts and books are kept showing the financial affairs of the Chamber.
  - iii. submitting to the Annual General Meeting a complete financial statement, made up to the end of the financial year preceding the meeting, duly inspected.
  - iv. keeping the Board of Management informed of the financial position of the Chamber at the monthly meeting.
- d. The Treasurer's books and financial statement shall be inspected by a reputable person who is not a member of any committee of the Chamber.
- e. The financial year of the Chamber shall run from 1<sup>st</sup> January to 31<sup>st</sup> December. All subscriptions are due in advance and the subscription year shall be 1<sup>st</sup> May to 30<sup>th</sup> April.
- f. The Chamber, by a majority of members present, shall have power at any Annual General Meeting to assess each of its members equally or in such proportions as may be decided for payment of such sums as may be required to discharge its debts.
- g. Members of the Board of Management shall not be liable for any omissions, neglect in right, insolvency of debtors, nor for the acts, omissions, neglect or default of each other, nor of any banker, solicitor, factor or other agent employed by them.

### **11. DUTIES OF BOARD OF MANAGEMENT**

The Board of Management shall

- a. ensure that meetings are held regularly as agreed in this constitution.
- b. canvas and represent the views of the membership.
- c. collaborate with appropriate agencies to further the aims of the Chamber and the interests of its members.
- d. take responsibility for the administration of the Chamber and hold an AGM – within six months of the financial year-end.

### **12. ALTERATIONS TO CONSTITUTION**

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Amendments to the constitution may only be made at an AGM or Special General Meeting. Alterations to the constitution shall receive the assent of not less than two thirds of the members of the Chamber present and voting at such a General Meeting, provided that notice of such alteration shall have been received by the Secretary in writing not less than twenty eight clear days before the meeting at which the alteration is to be proposed. Notice of such a meeting, setting forth the terms of the proposed alterations, shall be sent to each member of the Chamber providing 21 clear days notice.

### **13. DISSOLUTION OF THE MULL AND IONA CHAMBER OF COMMERCE**

- a. The decision to dissolve the Chamber shall be in the light of prevailing circumstances. It shall be approved by no less than two thirds of those present at an AGM or a Special General Meeting called by the Board of Management for such a purpose.
- b. The meeting will be notified with not less than 21 days notice to all members, and such notice will state the terms of the resolution proposed.
- c. In the event of the Chamber being dissolved, any assets remaining, after the satisfaction of all debts and liabilities, including the return of those items and assets advanced on loan, shall not be distributed among the members of the Chamber, but shall be given or transferred to a recognisable charitable body or bodies having objectives similar to those of the Chamber.

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