



Constitution of Lincoln Business Club

1. Name

The Club is called the Lincoln Business Club ("Club")

2. Objects

The Club has been formed so that members may meet regularly at such place decided by the Committee from time to time. The Club is an apolitical, voluntary organisation which exists to provide networking opportunities in Lincoln and to act as a forum for issues which affect business in Lincoln. The precise objectives of the Club shall be:

- 2.1 Networking between members
- 2.2 Knowledge interchange: to provide local businesses with an opportunity to share knowledge on business matters and new legislation; to receive presentations from experts; or request information
- 2.3 Informing local opinion: to act as an effective conduit between local government and business – in either direction – on any matters relating to the business community

3. Size of Membership

There is no maximum number in respect of the membership.

4. Limited Area

Membership is limited to an enterprise or organisation based within 30 miles of Lincoln; or doing or reasonably expecting to do at least 25% of their total activities within that area; or otherwise at the Committee's discretion.

5. Subscription

- 5.1 The subscription for each meeting is £2.00 per person from each organisation attending the meeting or as otherwise determined by the Committee
- 5.2 Subscriptions are due at each meeting.
- 5.3 The Committee acting in its sole discretion may cancel the membership of any member who has not attended within the previous six months or who has not updated membership

details on the Club website (www.lincolnbusinessclub.co.uk) within 2 months of a request to do so.

- 5.4 Each member must sign into the register on arrival at each meeting.

6. Committee

- 6.1 The Committee shall consist of the Club's officers (Chairman, Secretary and Treasurer), together with an unspecified number of ordinary members.
- 6.2 The Committee shall be elected in accordance with clause 14.2 or clause 15.1.
- 6.3 The Committee is responsible for the running of the Club.
- 6.4 The Committee shall meet as regularly as required to discuss the affairs of the Club at such time and at such place as decided between the Committee members.
- 6.5 Quorum: A Committee meeting must be attended by at least 66% of those Committee members currently in post in order to transact decisions binding upon the Club

7. Guests

- 7.1 Guest speakers may be invited to a Club meeting at the request of the Committee.
- 7.2 The Committee shall consider suggestions made by members in respect of guest speakers but shall not be obliged to invite such speakers to the meeting.
- 7.3 Subject to the discretion of the Committee, any member shall be entitled to bring guests to a meeting provided that such member will make himself/herself known to a member of the Committee.

8. Members Expenses

Each member must pay his or her own expenses.

9. Speaker's Expenses

Any speaker will be liable to pay his or her own incidental expenses unless the Committee decide to pay such speaker a reasonable fee and travelling expenses out of the subscription money. The Committee shall not be bound to pay any speaker such expenses. The Committee shall consider any applications for expenses from such speakers on a case by case basis.

10. Other Activities

The Club may engage in marketing and promotional initiatives and activities in the interest of furthering the objectives of the Club.

11. Bank Account

- 11.1** A bank account shall be opened in the name of the Club.
- 11.2** Certain designated officers of the Committee are authorised by resolution of the Committee to sign cheques, and mandates given to the Bank accordingly.
- 11.3** Any two of the officers so designated under clause 11.2 above may sign a cheque or authorise a banking transaction
- 11.4** A copy of the authorising resolution signed by the member who is chairman at the time the resolution is passed shall be sufficient authority to the Bank.

12. Annual General Meeting

- 12.1** The annual meeting of the club must be held not later than July 31st in each year.
- 12.2** The meeting must be convened by notice at the previous month's meeting and electronically, either by posting details on the Club's website or by email to all registered members.
- 12.3** Matters to be raised must be notified to the secretary at least 7 days prior to the date of the meeting

13. Conduct of Annual Meeting

At any annual meeting:

- 13.1** The Club chairman must chair the meeting or in his absence the vice-chair; in the event of any vote, the manner of the vote and its declaration are the sole responsibility of the meeting's chairman
- 13.2** The chairman and the treasurer must present brief reports
- 13.3** Any member may raise any matter, subject at all times to the decision of the chairman and clause 12.3

14. Retirement of Committee Members

- 14.1** At each annual general meeting ("AGM") all members of the Committee shall retire.
- 14.2** Retiring members are eligible for re-election (subject to 14.4).
- 14.3** The chairman, treasurer, and secretary as at of the first ratification of this constitution at an AGM shall stand down from office on the following basis:
 - a. the chairman will stand down four years from the date of first ratification;
 - b. the treasurer shall stand down three years from the date of first ratification; and
 - c. the secretary shall stand down two years from the date of first ratification.
- 14.4** After the existing Committee (as at the date of ratification of this Constitution) have stood down in accordance with clause 14.3, then any further appointed chairman, treasurer, and/or secretary shall stand down after three years in office. As

retiring members they will not be eligible for re-election until three years have passed from the date which they retired from the Committee, when they will become eligible again under clause 14.2 unless the requirement to stand down has been waived by the members in accordance with clause 15.8.

15. Nominations for Committee

- 15.1** Nominations for the Committee must be in writing and reach the secretary not less than seven days before the AGM.
- 15.2** Each nomination must be made by at least two members and the member nominated must have agreed to stand.
- 15.3** Nominations shall be for either a named position as an officer (chairman, treasurer, secretary) or for 'other members' for the general Committee, from whom the 'assistant' posts will be decided by the Committee.
- 15.4** At each AGM, the chairman must state to the meeting the vacancies to be filled; the names of the retiring members of the Committee who wish to offer themselves for re-election; and the names of the person(s) nominated to stand for election to the Committee.
- 15.5** Each member must vote following a secret ballot of each vacancy to be filled. The Committee will provide each member with voting slips at the AGM to facilitate their voting.
- 15.6** The votes for each name must be counted, and the vacancies must be filled by those with the most votes.
- 15.7** In the event of a tie, the decision must be made by lot.
- 15.8** If there are no nominations, then the retiring members who have offered themselves for re-election must be declared as re-elected. If such retiring member is standing down in accordance with clause 14.4 then, the meeting may decide by simple majority on a show of hands to waive the restrictions on such individual to stand down.
- 15.9** The Committee may designate tasks to non committee members during the course of the year as they see fit. Such non committee members shall be entitled to attend Committee meetings as the committee see fit.
- 15.10** Retirements: should any Committee member retire or resign during the course of the year, such position becoming vacant shall be advertised on the Club website for a minimum period of two weeks, whereupon the Committee shall invite applications from members. If no such applications are forthcoming or if there are more than one, then at the next meeting of the Club, a vote will be held by show of hands and by way of simple majority as to who shall be appointed. If on such position becoming vacant, and no applications are received, then the position shall be filled by a person from within the Committee, at the Committee's discretion or by such appointed assistant (in accordance with 15.9) until the next AGM where nominations for such position will be dealt with as set out in this clause 15.

16. Surplus Funds

If at any AGM the Club has surplus funds in hand, the members present may by simple majority decide to donate part or all of them to one or more nominated charities.

17. Disposal of Funds on Dissolution

If the Club is dissolved or discontinued, the balance at the Bank after the payment of all expenses must be given to a charity or charities nominated by the Committee.

18. Alteration of Constitution

No alteration of, or addition to, this constitution may be made except by a vote on a show of hands (or as otherwise agreed by the Committee) of not less than a simple majority at the AGM.

.....
Chairman

.....
Date