



Bishop's Stortford Business Connections CONSTITUTION

1. NAME "Bishops Stortford Business Connections" hereafter referred to as "BSBC".
2. MOTTO The motto of the BSBC shall be "Connecting Business to Business and Businesses to Customers".
3. OBJECTIVES
 - i. To provide a networking organisation to facilitate the mutual referral of business between Members and as between those Members and other potential customers.
 - ii. To develop opportunities for the corporate marketing of BSBC and the business interests of it's Members within the wider Public, Commercial and Governmental Communities.
 - iii. To further these objects through regular Meetings (which shall normally be held on the 1st and 3rd Tuesdays of the month and which from time to time may include external speakers on topics of mutual concern), by publishing and updating a printed Directory of Members and their core businesses, by maintaining a Website on the Internet, by arranging occasional outside visits and by such other activities as may be decided.
4. MEMBERSHIP
 - i. For the purposes of these Regulations "the Member" shall, throughout, mean a "Business" which shall be represented at Meetings by its Proprietor, Partner(s), Director(s), Senior Manager(s) or other duly authorised representative as the case may be (hereafter referred to as "Representative(s)")
 - ii. Membership shall be by invitation of the existing Members following a written application in the prescribed form to the Secretary and which shall first be considered by the BSBC Committee and thereafter, provided the criteria implicit in para. 4 (iii.) below can be met, shall be put – with the Committee's recommendation – to the next available Meeting of the Membership where there shall be taken a vote at which the candidate shall not be present. Subject to a two thirds majority of Members present voting in favour (and with no right of appeal or explanation being necessary if to the contrary) the candidate shall be invited to become a member upon payment of such joining fee and amount of such subscription as shall have last been prescribed.
 - iii. Exclusivity of Trade or Profession shall be implicit in the ethos of the BSBC Membership structure. There shall at no time be more than one Member undertaking the same core business. The Trade or Profession of all applicants for Membership shall be carefully scrutinised and taken into account by the Committee when making their recommendation to the Meeting at which an application for Membership is being considered.
 - iv. It is recognised that there are sometimes occasions where a potential exists for overlap as between one Member's core business and another Member's peripheral business. These too must be taken into account by the Committee who, if they believe such overlapping may exist, shall consult with the established Member who may endorse or decline to support the application. In the latter event the potential overlap shall be divulged in the Committee's recommendation to the Membership and the existing Member shall have the opportunity to speak to the Meeting prior to any vote being taken as per para. 4 (ii.) above.
 - v. In accepting Membership of BSBC the Member Firm and it's Representatives shall undertake to conduct themselves and their Businesses in such a manner as shall not bring BSBC or it's individual Members into disrepute.
 - vi. If in the opinion of the Committee a Member Firm shall have failed, (notwithstanding what the Committee considers to have been appropriate warning), to abide by the Rules

laid down in this Constitution or by any other Rules of BSBC which may subsequently be laid down as permitted by the Constitution, then their Membership may be rescinded forthwith and by letter from the Secretary.

5. ATTENDANCE AT MEETINGS

- i. Although it shall be the aim of every Member Firm to be represented at each and every regular Meeting of the BSBC, there shall be laid down a permissible minimum of such regular Meetings at which Member businesses shall be represented. Such minimum shall be attendance at 15 meetings within any 12 month period. A failure to satisfy this minimum attendance, measured over any 12 month period, shall constitute one of the grounds for the Committee to rescind the Membership of the offending Member Firm.
- ii. Member Firms shall nominate at least one but no more than two people to represent them at any one Meeting. However up to a further two more Representatives may attend Meetings only as paying guests who shall be charged the cost of any meal.
- iii. Whether visitors from non-represented Firms, prospective Members, speakers and the like be likewise charged the cost of any meal shall be at the discretion of the Committee.

6. AGM

- i. The Members of BSBC shall meet annually at a convenient date in April for the purpose of holding an Annual General Meeting which may, if the Committee so decide, immediately precede a regular Meeting. The date of the AGM in April shall be set by the Committee and announced to at least 2 regular meetings of the BSBC prior to 1st March of that year.
- ii. The business of the AGM shall be:
 - a) To receive the Officer's Reports.
 - b) To approve the annual accounts for the last accounting period which shall first have been certified as correct by a competent person.
 - c) To approve the joining fee and subscription which shall be effective for the following 12 month period and recommended by the Treasurer.
 - d) To consider and determine any resolutions which may be in order under the Rules of the Constitution.
 - e) By secret ballot to elect a Chairperson, Vice Chairperson, Secretary, Treasurer and Committee as hereafter described at Section 7, to hold Office for the ensuing year. For the avoidance of doubt each Member Firm shall be entitled to cast only one vote.
 - f) To conduct such other business as the Chairperson may deem appropriate.
- iii. At least 28 days written Notice of the time, place and Agenda of the AGM (or any Extraordinary General Meeting that might be called), shall be given to every paid up Member.
- iv. Where agreement is required at an AGM (or at any EGM that might be convened) voting shall generally be by simple majority of those Member Firms present (each Firm shall be entitled to cast one vote as aforesaid), excepting, where relating to matters of a financial nature or involving any changes to this Constitution, when there shall be required a two thirds majority of votes cast and with each Member Firm being permitted one vote only. The Chairperson shall hold the casting vote.

7. COMMITTEE

- i. The Committee shall consist of a Chairperson, Vice Chairperson, Hon. Secretary, Hon. Treasurer and three other Representatives of Member Firms in BSBC together with the immediate past Chairman who shall sit on the Committee in an ex-officio capacity.
- ii. Rules governing the election of the Committee shall be:
 - a) Candidates for election to the Committee (either as Chairperson, Vice Chairperson, Secretary, Treasurer or Member) shall first be nominated by a Member Firm and seconded by another Member Firm and shall also have given their own consent to the nomination.
 - b) To be valid, nominations shall be received in writing to the Secretary not less than 7 days before the AGM.
 - c) In the event (only) of there being no valid nomination for any particular position, the Chairperson may take nominations from the floor of the AGM.
 - d) All Officers and Members of the Committee shall stand down at each AGM but shall be eligible for re-nomination and election save that no member shall be

permitted to stand for the same position for more than three consecutive years and no officer shall continue in any capacity for a consecutive period of more than five years.

- iii. The Committee shall have the authority to co-opt onto the Committee and for such period of the year as it may be deemed appropriate, other Representatives of Member Firms (e.g. an Exhibition Co-ordinator). Such co-opted Representatives shall not exceed 3 in number at any one time.
- iv. It shall be the responsibility of the Committee to:
 - a) Prepare the Agenda for the AGM and serve all relevant Notices.
 - b) Administer the finances, public relations and day to day business of the BSBC.
 - c) Arrange, twice monthly, the regular Meetings of the BSBC within a balanced programme which shall:
 - ◆ Other than in exceptional circumstances include, for each Member present, the opportunity of a maximum 1 minute slot in which to appraise it's business and/or express appreciations. This may be extended only at the Chairman's discretion.
 - ◆ Provide a convenient facility for the exchange of business cards.
 - ◆ Provide opportunity for members to raise other reasonably permissible business.
 - d) Maintain an attendance register.
 - e) Use its best endeavours to foster friendship and understanding amongst the member organisations and to generally further the objects of the BSBC.

8. FISCAL YEAR The Accounting year of the BSBC shall be January 1st to December 31st

9. AMENDMENTS TO THE CONSTITUTION
- i. The Constitution may only be amended or varied by a formal resolution either (a) submitted in writing to the Secretariat a minimum of 42 days before an AGM, proposed and seconded by separate Member Firms of the BSBC or (b) proposed by the Committee and notified to Members a minimum of 28 days before the AGM or an EGM.
 - ii. Further, any such valid resolution shall appear on the written Agenda of the AGM or an EGM circulated in accordance with the Rules together with such brief explanation as may be necessary.
 - iii. Any resolution to amend or vary the Constitution shall require at least a 2/3rds majority of voting Member Firms present as provided for at para. 6 (iv.) hereof.

10. WINDING-UP BSBC may be wound up at a meeting of members, due notice of 21 (twenty one) clear days having been given to the whole membership. Such a meeting will decide the allocation of the assets of the BSBC.