

# **Bradford on Avon & District French Twinning Association**

## **Constitution**

### **1 Name**

- a. The name of the Association shall be: The Bradford on Avon and District French Twinning Association hereinafter called: “the Association”.

### **2 Aims**

The Town Council, having formalised, on 6 April 1991, a Twinning Arrangement between the towns of Bradford on Avon and Sully sur Loire, has delegated to the Association:

- a. The promoting and fostering of friendship and understanding between the two towns.
- b. The encouragement of visits, both formal and informal, by individuals and groups to and from the linked towns. In order to broaden the mutual understanding of the cultural, recreational, educational and commercial activities of the linked towns.
- c. The organisation of fund-raising activities to further the aims of the Association.

### **3 Membership**

- a. Membership shall be open to all persons who subscribe to and are in sympathy with the aims of the Association.
- b. There shall be two main categories of membership:
  - Category i Individual membership
  - Category ii Family membership; which shall be open to all persons living together as a family at the same address.
- c. The Committee shall, however, be empowered to introduce additional, or temporary, categories of membership, such as honorary, junior, or life members.

### **4 Subscriptions**

- a. Members shall pay an annual subscription, the amount of which, for each category of membership, shall be determined by the Annual General Meeting.
- b. The financial year shall run from the 1<sup>st</sup> of January to the 31<sup>st</sup> of December and subscriptions shall be due from the 1<sup>st</sup> of January. However any new member first joining on or after the 1<sup>st</sup> of October, shall pay the full current annual subscription, but shall enjoy membership for the remaining portion of that financial year, through to the end of the next financial year.

### **5 Applications for membership**

Application for membership of the Association shall be made to the Honorary Secretary; who will table the application at the next convenient meeting of the Committee.

### **6 Management**

- a. The business of the Association shall be managed by a committee, hereinafter called “the Committee”. The Committee shall comprise:

- i A Chairman, Honorary Secretary and Honorary Treasurer who shall be designated Officers of the Association. Each shall be elected at the Annual General Meeting of the Association.
- ii A number of paid-up members of the Association. The number shall be decided at the Annual General Meeting after taking into account the recommendation of the Officers of the Association as to the number deemed necessary to achieve the aims of the Association. The agreed number of members shall then be elected at the Annual General Meeting or vacancies declared if there are insufficient nominations.
- iii The Town Mayor of Bradford on Avon, or, alternatively, a Town Councillor delegated to represent the Town Council, either of whom shall be an ex-officio member of the Committee.
- iv Co-opted members. The Committee shall be empowered to co-opt paid-up members of the Association at any time to fill Committee vacancies. Such members shall have the right to vote at its meetings.

b. Period in Office

The Officers and members of the Committee so elected shall remain in office until the conclusion of the next Annual General Meeting; unless they have resigned and been replaced, during the year of office.

c. Meetings

The Committee shall meet as necessary and the quorum shall be four members.

d. Sub-Committees

The Committee may set-up sub-Committees and shall define the Terms of Reference for such sub-Committees. These shall include, but not be limited to:

- i. any powers that are to be delegated to the sub-Committee;
- ii. the frequency at which the sub-committee shall report back to the Committee;
- iii. whether the sub-Committee shall have power to co-opt additional members; and
- iv. dependent on the intended aims of the sub-Committee, whether those so co-opted may include non-members with particular skills that would facilitate meeting the aims of the sub-Committee.

e. The Officers of the Association shall be entitled to be members of all sub-Committees.

## **7 General Meetings**

a. Notice to be given

Not less than a clear fourteen days written notice of the date, the time and the venue, for any general meeting, including the Annual General Meeting, shall be given to every member of the Association. Advance copies of the agenda and accounts shall be available to members on request to the Honorary Secretary or Treasurer.

b. Quorum to be ten subscribing members

If a quorum of ten subscribing members be not present within fifteen minutes of the designated starting time contained in the Calling Notice; or be not maintained throughout the

meeting the Chairman shall adjourn the meeting to the next appropriate date. If no quorum of ten be present at the starting time of the adjourned meeting, the meeting shall proceed with the Agenda and whatever number of members is present throughout the meeting, shall be the quorum.

c. Chairman of the General Meeting

The Chairman of the Association shall take the Chair at all General Meetings, or, in the absence of the Chairman, a member of the Committee shall be elected to take the Chair by the members of the Association who are present at the designated start time of the meeting.

d. The Annual General Meeting of the Association shall be held on a date that is decided, each year, by the Committee. That date shall be not more than fifteen months and not less than nine months after the date of the previous Annual General Meeting.

e. Extraordinary General Meetings

The Honorary Secretary shall convene an extraordinary general meeting of the Association if:

- i Directed to do so by a simple majority vote at a meeting of the Committee.
- ii Requested in writing to do so by ten per cent of the membership of the Association, or by six subscribing members; whichever be the greater number.
- iii Such an extraordinary meeting shall be held within six weeks of receipt by the Honorary Secretary, of the direction, or the written request.

f. Attendance at General Meetings

All paid-up members of the Association shall be entitled to attend any general meeting of the Association.

- i. Only the paid-up members present at the time a vote is taken shall be entitled to vote.
- ii. Each individual member shall be entitled to one vote and each family shall be entitled to two votes, provided that two members of the family are present at the time a vote is taken.
- iii. If the Committee has introduced any categories of membership that are defined under Clause 3c, it shall define the voting rights for that category at the time of introduction. Failing that definition such voting rights shall be decided by a simple majority at the general meeting.

## 8 Accounts

a.

- i An independent Examiner of Accounts shall be appointed at each Annual General Meeting.
- ii The Honorary Treasurer shall arrange for whatever form of payment is decided at the Annual General Meeting, that is to be made to the Examiner effecting the audit and the examining of the accounts and financial transactions of the Association.

b. A summary of accounts to the 31<sup>st</sup> of December of each year shall be submitted to each Annual General Meeting. A record shall be made of the votes for and against the adoption of the accounts.

## **9 Money & property**

- i The money and property of the Association not required for the time being for the purpose of the Association, may be held or invested, as the Committee may determine. The Committee may also arrange for money or property to be held in trust for the Association.
- ii Cheques drawn on behalf of the Association shall be signed by any two Officers of the Committee. In exceptional circumstances, the Committee may arrange for another member of the Committee to have the same signing power as an Officer of the Association.

## **10 Management of expenses**

All Officers shall be honorary, but Officers and members of the Committee shall be entitled to be reimbursed for recorded postage, telephone calls and similar expenses. The Committee may also authorise meeting the travelling and associated costs incurred, when an Officer or member has been delegated to represent the Association other than within the district defined under Clause 1b.

## **11 Amendment to the Constitution**

Any amendment to this Constitution shall only be made after not less than fourteen days written notice of such an amendment has been sent to all members of the Association, by the Honorary Secretary. The amendment shall then require a simple majority of members voting on the proposed amendment at a general meeting of the Association.

## **12 Interpretation to be by the Committee**

The Committee shall have the sole power to decide upon the interpretation of this Constitution and upon any matter not provided for within this Constitution.

## **13 Disposal of assets**

In the event of the Association being wound up, or ceasing to exist, its net assets shall be paid to, and also any property transferred to, the Town Council of Bradford on Avon with a recommendation that such assets or property shall be used within the Town Councils budgetary provisions for twinning purposes.

## **14 Adoption of this Constitution**

This Constitution was approved for adoption by the members of the Association present at a General Meeting held on 19<sup>th</sup> May 2018 and is signed, as confirmation by the Chairman and the Honorary Secretary in office on that date. It shall supersede all former Constitutions of the Association.

Chairman

Honorary Secretary

Date:

Date: