

Twickenham Town Business Association

Constitution

1. Name of the Association

The name of the association will be Twickenham Town Business Association, abbreviated hereafter as “the TTBA”, or “the Association”

2. Definition of Twickenham Town

Starting at Barclay’s bank in King Street, the outer boundaries and the defined areas of Twickenham Town shall be as follows:

| <i>Direction</i> | <i>Boundary</i> | <i>District</i> |
|-----------------------------|--------------------|--|
| • Towards Richmond junction | The Crown | York St & Richmond Rd |
| • Towards the Rugby Stadium | A316 | London Rd & Holly Road |
| • Towards Strawberry Hill | The Alexander Pope | King St & Cross Deep |
| • Towards Twickenham Green | Twickenham Green | Roads abutting |
| • Towards the River | South Bank | Embankment, Eel Pie Island & Riverside |
| • Towards St Mary’s Church | The Church | Church Street |

The six ‘districts’ identified above embrace all connecting/adjacent roads within the specified boundaries

3. Purpose of the Association

The purpose of the TTBA is to enhance the viability and success of Twickenham Town’s businesses and organisations.

In furtherance of this aim the TTBA intends, through co-ordinated, considered initiatives to

- Shape and improve the shopping, business and leisure experience of visitors and residents
- Enhance the working and business environment for all businesses/organisations and their employees
- Actively develop Twickenham as a first choice tourist and leisure destination

In pursuit of this purpose the TTBA will build on Twickenham’s existing assets, including transport links, history and heritage areas, the River Thames, public facilities, cultural and sports events, and its status as home to International Rugby

Attention will, initially, be focussed on the central area. The intention is to play a key role in the Council’s Twickenham Area Action Plan, and in the preparation of Council bids for rejuvenation funding. It is anticipated that this will create a ‘ripple’ effect of funding and improvements spreading out from the centre to all the areas of Twickenham Town

The influence of the Association, its property, funds or assets shall be used only for the furtherance of the Purpose of the Association

4. Membership of the Association

Membership of the TTBA shall be open to any eligible enterprise that supports the Purpose of the Association.

To be eligible an enterprise must:

- Trade or operate within Twickenham Town (as defined in this Constitution)
- Pay business rates to the London Borough of Richmond upon Thames either directly or via an inclusive service rent, or be exempt from business rates by virtue of their charitable or similar legislative status

Each member enterprise shall appoint an individual to represent them at meetings of the TTBA. These individuals shall be known as Member Representatives referred to as members. The appointed individual must be the owner, manager or a senior employee of the member enterprise

5. Management of the Association

5.i The Committee

The TTBA shall elect Officers and a Committee to have responsibility for the management of the association, its funds, property and affairs, solely in pursuit of its purpose.

The Officers of the Association shall be:

Chair: responsible for presiding at TTBA and its committee meetings, and for representing the TTBA at public meetings or in negotiations with other organisations, alone or with TTBA colleagues

Secretary: responsible for record keeping, including taking minutes at meetings, transcribing and distributing them, and for managing all communications with members

Treasurer: responsible for financial and legislative matters relating to the Association

The Committee shall consist of the three officers and not less than three (3) or more than four (4) additional Members. Each Twickenham Town 'District' shall be entitled to have a representative on the Committee, unless a district advises that no suitable candidate is available from their eligible members in which case an alternative may be chosen

The Committee may, at its discretion, co-opt up to four (4) further members to serve until the next AGM

An Officer or Committee Member may be re-elected or further co-opted for a maximum of three consecutive terms

A Committee Member shall cease to be such if the organisation they represent ceases to be a Member of the Association for any reason, or if their individual connection with the Member Organisation ceases for any reason. In the latter case **only**, the Member Organisation may appoint a replacement individual to serve in their place. If the departing member is an Officer, the remaining members of the Committee shall appoint an acting replacement from within their number until the next scheduled Committee elections take place

5.ii *Operating Principles*

The Committee may, within reason, decide its own operating principles. These shall at all times be commensurate with the Purpose of the Association and be ethical, unbiased and open to scrutiny. In the absence of the Committee otherwise deciding, the following guidelines shall apply:

A minimum of three (3) Committee Members, including one able to take minutes, must be present for a meeting to be valid

Committee meetings shall be held face to face

The Chair, or an alternative chosen by those present, shall chair meetings

Decisions shall be by simple majority of those voting; in the case of a tied vote the chair has the casting vote

A written resolution signed by every Committee Member shall be valid without a meeting

If a Committee Member has a personal interest in a matter to be discussed they must declare it and withdraw from that part of the meeting (unless asked to stay). They shall not be counted in the quorum for that agenda item, shall withdraw during the vote, and have no vote on the matter concerned

5.iii *Delegation*

The Committee may delegate any of their functions to sub-committees but shall clearly specify the scope of their activity and powers, particularly in relation to their membership; the extent to which they can commit the funds of the Association and their duty to report back to the Committee. The Committee may wind up any sub-committee at any time, or change its mandate and operating terms

5.iv *Membership Issues*

Unless delegated to a sub-committee, the Committee shall act as a Membership Committee. In this guise they shall have the power to define different classes of membership and introduce subscription rates as they deem appropriate. Their decisions shall in no way be discriminatory and subscription rates, if imposed, shall be at rates that provide no significant obstacle to membership

The Committee may only refuse or remove membership for good cause such as conduct or character likely to bring the TTBA or Twickenham Town into disrepute, or to result in a breach of Civil or Criminal Law. Non-payment of subscriptions, should they apply, will also be grounds for removal of membership. In any case, appeal against refusal or removal of Membership may be made to an appointed panel of Association members

5.v *Disclosure*

Annual Association reports and statements of account must be made available for inspection by any Representative Member and all Association records may be inspected by any Committee Member

5.vi *Communications*

Notice of Meetings, or other communications intended for the membership shall be sent by email, and relevant copies will be posted on the Association's web-site

6. Permitted Means of Advancing the Purpose of the Association

To advance the purpose of the Association, the Committee and the members, under the guidance of the Committee, and with their agreement, may:

Campaign to achieve the Association's Purpose

Research, plan and implement strategies, as appropriate, in support of the Association's Purpose

Open a bank account & raise funds by appeals, grant submissions, subscriptions, loans & charges

Launch and run an Association website and website forum

Organise social and networking opportunities

Co-operate with or affiliate to any legitimate organisation able to assist in achieving the Purpose of the Association, such as local or national government or related agencies; similarly purposed associations elsewhere in the Borough or further afield; funding or grant giving bodies or potential donors

Do any other things legitimately and reasonably likely to advance the Purpose of the Association

7. Meetings of the Association

7.i General Meetings

All Members may send a Member Representative to attend general meetings of the Association in person

Members shall have at least 21 calendar days notice of any such meeting

The quorum for all general meetings shall be 10 Members present

The Chair or (in their absence) an alternative chosen at the meeting, shall preside

Except as otherwise provided in this Constitution, every resolution shall be decided by a simple majority of the votes cast on a show of hands

Formalities in connection with General Meetings, such as how to put down a resolution, shall be decided by the Committee and publicised to Association members via the web-site

7.ii Annual General Meetings (AGMs)

The Association will hold an AGM once in every calendar year and no more than fifteen (15) months after the date of the previous AGM. At least 21 calendar days notice of the AGM shall be given to all Members. At every AGM

The Member Representatives will elect a Committee of no less than five (5) and no more than seven (7) persons, including a Chair, Secretary and Treasurer (the Officers)

Proposer/Nominee should be advised to the board no later than 7 days prior to the meeting

The Treasurer will produce accounts of the Association for the latest financial year audited as the Committee shall decide

The Committee will present a report on the Association's activities since the previous AGM

The Members will discuss and vote on any resolution (whether about policy or to amend the Rules) and deal with any other business put to the meeting

7.iii Extraordinary General Meetings (EGMs)

An EGM shall be called by the Secretary within fourteen (14) days of a request to that effect from the Committee or on receipt of a written request signed by not less than twenty (20) Member Representatives. Such an EGM shall be held with not less than fourteen (14) and not more than twenty-one (21) calendar days' notice at a place specified by the Committee, or in default by the Chair. Other than in exceptional circumstances, such place should be within the boundaries of Twickenham Town

8. Amendments to the Constitution

- a) This Constitution may be amended at a General Meeting by two thirds of the votes cast but not to alter the Purpose of the Association (unless the procedure set out in 8(b) has been followed) or the winding up provisions.
- b) The Purpose of the Association may be changed to include other eligible activities if the Committee unanimously agree and the Members also agree the change by a 75% majority of votes cast

9. Winding up the Association

Members may vote to wind up the Association if not less than 75% of those present and voting support the proposal at a properly convened meeting (AGM or EGM)

The Committee will then be responsible for the orderly winding up of the Association’s affairs After settling all liabilities of the Association, the Committee shall dispose of any net assets remaining to one or more of the following, at their discretion:

- To another association with similar purpose
- To another association which is a registered charity
- To the local authority for use by them for related business community purposes

Ratified 10 February 2012-03-13

Signed on behalf of the Twickenham Town Business Association:

..... Name.....

Witnessed by:

..... Name.....

Address.....

.....

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Occupation.....