RULES AND CONSTITUTION OF THE ACTIVE BUSINESS GROUP

1 Name

The club or group is called the Active Business Group (hereinafter referred to as the Group)

2 Objects

The object of the Group is to promote and provide the opportunity for marketing by members on behalf of all members of the group.

3 Qualification for Membership

Anyone that is not less then eighteen years of age and the business in which they are involved and wish to promote must not conflict with an existing member's employment and business. In the event that the member is not a sole trader or practitioner the membership is vested in the name of the business or company.

4 Constitution

The members of the Group are the signatories to these rules.

5 Membership Restriction

Members must represent a business discipline that is their business or represent a substantial part of their business activities and no other member may represent the same business discipline. In the event of a question of conflict between the business activities of existing members or an existing member and prospective member the conflict shall be referred in writing to the membership committee. The decision of the membership committee as to who should represent that business activity shall be final.

6 Application for Membership

Every candidate wishing to join must either complete the approved application form and submit this to the membership secretary or complete the online application available on the Groups web site

7 Admission to Membership as a Member

7.1 Upon receipt of an application for membership the membership secretary shall

(a) Notify all members of the application who my within seven days of notification submit written objections to the application to the membership secretary.

(b) Notify and call a meeting of the membership committee to take place within eight to fourteen days of receipt of the application and to notify the committee members of any written objections received.

7.2 A candidate who receives the votes of the majority of the membership committee must be declared elected.

8 <u>After Admission to Membership</u>

8.1 Immediately after an applicant has been admitted as a member he or she must

8.1.1 Be given notice of his or her election

8.1.2 Be furnished with a copy of these rules if requested (a copy will be posted on the Active Business Group web site)

8.1.3 Be requested to remit to the banker or treasurer of the Group

8.1.3.1 His or her entrance joining fee

8.1.3.2 His or her first subscription

8.2 On payment of his entrance fee and first subscription an elected candidate becomes a member of the group for a period of 12 months and is entitled to all benefits and privileges of membership and agrees to be bound by these rules.

9 <u>Delay in Taking up Membership</u>

If a person is granted membership and the entrance fee and subscription are not paid within one month from the date of the request to them, the admission of that member becomes void unless he satisfies the committee that the delay in payment was due from an absence from the United Kingdom or other sufficient cause.

10 <u>Membership Fees and Subscription Payments</u>

10.1 The membership fee shall be agreed by the majority of members attending at the annual general meeting each year or at a special general meeting

10.2 The annual subscription will be decided upon from time to time at the annual general meeting and will be for the period 12 months commencing 1st June each year.

10.3 All joining fees and subscriptions paid buy cheque must be payable to Active Business Group and crossed a/c payee.

10.4 Upon joining all new members will pay their subscription at the rate then current for one year. Following this, they will pay their subscription at the rate then current for the next twelve months or if the Treasurer shall decide all subscriptions shall be renewable on the same date apportioned from the first or a subsequent anniversary of their joining the ABG until the following 1st June whereafter the subscriptions will be paid annually for the period from 1st June.

10.5 All new members joining will pay the costs of the weekly breakfast by monthly standing order to the Active Business Group.

10.6 If required all entrance fees and subscriptions must be paid by bankers standing order.

11 Subscriptions in Arrear

11.1 If any member fails to pay his annual subscription within fourteen days after it becomes due, notice must be sent to him calling his attention to the failure to pay.

11.2 If the member does not pay the amount within fourteen days from posting that notice the committee may terminate his membership.

11.3 If at any time the member gives the committee a satisfactory explanation he may, in the discretion of the membership committee and upon payment of arrears, be re-admitted to membership without payment of any entrance fee.

12 Resignation of Members

Any member may resign his membership by giving notice in writing to that effect to the Chairman.

13 Members Adjudged Bankrupt

13.1 If any member is convicted on indictment of any criminal offence or

13.2 is adjudged a bankrupt or

13.3 Makes an arrangement with his creditors under the provisions of any statute or

13.4 Has a trustee appointed for the benefit of his creditors or

13.5 Is no longer looking after his affairs he immediately ceases to be a member of the group but the membership committee may in its discretion reinstate him without entrance fee.

14 Expulsion and Suspension of Members

14.1 If at any time the Membership committee considers that the interests of the club require it they must invite a member to withdraw from the club by letter specifying the time before which the withdrawal should be made.

14.2 If the member concerned does not withdraw, the membership committee must submit the question of his expulsion to a special general meeting to be held within six weeks after the date of the letter.

14.3 Not less than four weeks notice of the meeting must be given to members

14.4 The secretary must inform the member in question of the time and place of the meeting and the nature of the complaint against him in sufficient time to afford him a proper opportunity of offering his explanation.

14.5 The member will be suspended and shall not be entitled to attend meetings or events held by the Group until the final determination of whether membership will be terminated or continue

14.6 At the meeting the member must be allowed to offer an explanation of his conduct verbally or in writing and if after that two thirds of the members present vote for his expulsion he will immediately cease to be a member of the group.

14.7 The voting at any special general meeting must be by ballot.

14.8 The Membership committee may at its absolute discretion remove any member from the Groups web site pending the outcome of any investigation that might take place into that members business by the Group or any third party

15 Effect of Ceasing to be a Member of the Group

On ceasing to be a member of the Group there is no refund of subscriptions and a person forfeits all right to claim upon the group and its funds.

16 Officers and Trustees

16.1 The chairman, two vice chairmen, group secretary, treasurer and membership secretary must be elected by the members half yearly at the Annual General Meeting and at a meeting to be held six months later unless there is a death or resignation or the member is removed from office by a resolution of the members.

16.2 Any member seeking election as an officer should put in writing to the secretary the office for which he is standing prior to the commencement of the AGM or bi-annual meeting and should be proposed and seconded by current members.

16.3 A member may not hold the same post for more than 18 months but this shall not include the posts of Treasurer, Secretary or Membership Officer.

16.4 The officers shall be the signatories of the Active Business Group's bank cheque book but not less than two officers must sign a cheque.

17 Membership Committee

17.1 The membership committee shall consist of a chairman, vice chairman, group secretary, treasurer and membership secretary and such other persons as they may appoint.

17.2 The membership committee must meet when required upon receipt of not less then fourteen days notice which may be given by any member of the committee.

17.3 Minutes of all proceedings must be taken and must be open to inspection by any member of the group.

17.4 There must be at least three members of the committee present for there to be a quorum.

18 Annual General Meeting

The annual general meeting of the group must be held on the second Tuesday in each year and must

18.1 Receive from the membership committee a report, balance sheets and statement of accounts for the preceding financial year and an estimate of the receipts and expenditure for the current financial year.

18.2 Elect by a majority the chairman, vice chairman, group secretary, treasurer and membership secretary for the ensuing year.

18.3 Decide on any resolutions which may be submitted to the meeting in the manner provided below.

18.4 Fix the annual subscription of the club and any entrance fee.

18.5 Consider any other business as determined by the committee.

18.6 Appoint an auditor from the membership

19 Notice of Business at Annual General Meeting

Any member who desires to move any resolution at the annual general meeting must give notice in writing to the membership secretary not later than three weeks prior to the meeting.

20 Special General Meeting

The membership committee may call a special general meeting at any time for any purpose and must do so immediately upon a requisition in writing stating the purpose for which the meeting is required from any four members or one fifth of the total membership entitled to vote.

21 Convening a General Meeting

21.1 At least fourteen days before the annual general meeting or any special general meeting, notice of the meeting and business to be transacted must be sent to every member.

21.2 No business other than that of which notice has been given may be brought forward at a general meeting.

22 Proceedings at General Meetings and Meetings at which business is conducted

22.1 At all general meetings of the group the chairman and, in his absence, the vice chairman must take the chair.

22.2 Every ordinary paid up member present is entitled to one vote upon every motion and in case of an equality of vote the chairman may have a second or casting vote.

22.3 The membership committee may if it thinks fit make regulations enabling members unable to be present to vote by proxy or in writing.

22.4 The group secretary shall record minutes on behalf of the group all business conducted at meetings and shall record in those minutes the decision taken by the members.

23 Quorum

The quorum at all general meetings is fifty per cent of the membership and any of the following motions require a two third majority of those present

23.1 For motions proposing any repeat, addition to or amendment to the rules and constitution.

23.2 For repeal of any regulations or

23.3 For motions relating to the expulsion of any member.

23.4 All other motions will require a simple majority.

24 Financial Year

The financial year of the club ends on 5th April each year and the accounts of the club must be balanced to that day.

25 Accounts

Accounts must be audited by a member approved at the previous annual general meeting.

26 Attendance at Meetings

26.1 Members are expected to attend the breakfast meeting which will be held on each Tuesday morning and will arrive at between 6.45am and 7am to have breakfast at 7.20am. A member may be represented by another from his business who may act as his proxy. Three absences in a six month period may be deemed unacceptable by the membership committee who, unless they receive a satisfactory explanation, shall require the resignation of the member in accordance with 14.1.

26.2 Members are expected to wear smart casual dress to meetings.

27 Dissolution of the Group

The group may only be dissolved by a special general meeting when two thirds of the members present approve the dissolution. After discharge of all liabilities and refund

of a proportion of members subscriptions for the balance of the year they have paid, any money remaining must be divided equally between all existing members at the time of dissolution. In the event of there being a deficit all the existing members at the time of dissolution are equally liable for the deficit.