

EXECUTIVE NETWORKING

Version 1.5 @ 2024

Constitution

1. Name

The name of the Group shall be Executive Networking (“the Group”).

2. Object

The Group exists so that members may meet to develop relationships with other members and discuss business matters of mutual interest. Such objectives are captured in the mission statement of the group: -

Group Mission Statement

To meet and share new information, connections and opportunities with like-minded business leaders and influencers, that lead to business growth and opportunities. To share business knowledge and work together in a relationship of trust.

- 2.1. Members will promote the interests of their company through the group and wherever possible promote the interests of **ALL** group members and the Group as a whole
- 2.2. It is expected that all matters discussed between members of the Group shall be treated as confidential for all purposes unless specifically expressed to the contrary.
- 2.3. Any member who is not considered by the Group to be playing a full part in fulfilling these objects is liable to have their membership reviewed – see section 12.
- 2.4. **GDPR** – members and their guests will give consent for their personal details and those of the business they represent to be held by, shared by, and promoted by other members and through those members to third parties beyond. Members will give their consent for their details to appear on Executive Networking promotional, electronic and other printed material and for such materials to be controlled and edited by a chosen member. Members may develop new contacts and opportunities and record such in paper form, electronic media and telephone, while at all times conforming to the requirements of GDPR.

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- 2.5. All members will be responsible for GDPR compliance within their individual business and no responsibility will reside with Executive Networking.
- 2.6. Details of active members will be held as records by the Chairman, Treasurer and other committee members and by chosen members who support and edit Executive Networking websites and data lists.
- 2.7. Written referral slips removed.

3. Group Membership

- 3.1 Membership of the Group is normally personal to the member and does not confer membership on the organisation in which the member is engaged.
- 3.2 In Exceptional circumstances the Committee may agree a Corporate Membership application, but the Group retains the right to approve each individual as a representative of such an organisation. Where Corporate Membership is agreed this must be made clear at the time of application.
- 3.3 The admission of new members is at the discretion of the Committee, as detailed in here.
- 3.4 Every new candidate for membership must be proposed by one other member.
- 3.5 Applications for membership will be circulated to all existing members of the group, who will have a period of two weeks to advise the Chairman of any '**Objection**' to the application. A single objection will be sufficient to require the Committee to meet and review the application and then finalise a decision to approve or not.
- 3.6 Upon successful admission, every new member shall be a full member of the Group and have the same rights and responsibilities as any other member.
- 3.7 It is the intention of the Group that there shall be limited cross over of business sectors and activities. The following provision applies :- In the event that any person wishes to become a member of the Group (a "prospective member") and they have a business which may be competitive with an existing Group member, the Group member with the competitive business may waive any objection, and the prospective member is then eligible to join the Group as a member, subject to the rules of the Group. A waiver for these purposes cannot be withdrawn.

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3.8 Any conflict will be dealt with through the management committee.

4. Attendance

- 4.1. It is expected that each group member will commit to attending weekly meetings.
- 4.2. Attendance should be greater than 75% in a rolling 3 months. If a member is unable to attend a meeting it is acceptable to send a substitute (a 'capable colleague') from the same organisation in their place, but such substitutes should be restricted to 25% of the member's attendance record.
- 4.3. Any member may apply to the Committee for a *leave of absence* or *extended attendance* and this will not be considered as poor attendance.
- 4.4. Weekly attendance apologies shall be made to the Chair only, in advance, by email.
- 4.5. Matters of regular poor attendance will be discussed by the Committee and where appropriate the member will be approached to discuss this. The ultimate sanction will permit the committee to follow the 'Termination' procedure should attendance continue to be poor, see section 10.

5. General Meetings

- 5.1. There are two kinds of general meetings being annual general meetings (AGM) and extraordinary general meetings (EGM).
- 5.2. The AGM will be held as and when determined by the committee, normally annually.
- 5.3. An EGM **must** be convened upon a request from any **4** members. Requests must be made in writing or by e-mail to the Chair and shall include details of the intended purpose of the EGM.
- 5.4. Notice convening an EGM must be sent from the Chair to the members not less than **14** days before the meeting and must specify the matters with which it is proposed to deal.
- 5.5. Guests i.e non-members are not entitled to receive notice of any general meeting and may not vote in it. Their attendance at any general meeting shall be at the discretion of the Chairman.

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- 5.6. **Constitutional Changes** - Amendments to this Constitution may be made at any AGM or EGM so long as all members have received notice of the proposed amendment not less than **14** days before the general meeting takes place.
- 5.7. The quorum for any general meeting is **50%** of the current paid up membership. Decisions will be passed by a simple majority of those attending, with the Chairman having a casting vote.
- 5.8. Proxy votes are not permitted, but the Chairman has the power to defer a decision by a maximum of **2** weeks if he/she considers an issue is sufficiently controversial to require further debate.
- 5.9. At the start of any General Meeting the Chairman will nominate themselves or another member to record the minutes of the meeting.

6. Management Committee

- 6.1. The Management Committee will comprise of 4 to 6 persons, lead by the Chairman/Lady.

The roles of the committee will be confirmed by the incoming chair, but will include for: -

- a) Membership Co-ordination
- b) Treasurer
- c) Other Committee Member(s)

The role of the management committee under the guidance of the Chair is to keep the Group viable and a place where the mission statement is met. Items that will need covering include finances, attendance, membership contact details, visitors and social events as well as guest speakers. The aim of this Constitution is to allow the Chair to shape and grow the group without constraining the Chair and his/her committee from meeting the objectives.

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7. The Chair has the authority to remove and replace his Committee members at his/her discretion.
- 7.1. The committee shall act by majority of those present at any committee meeting.
- 7.2. The Chairman shall preside over committee and group meetings and he or she may have a casting or additional vote in the event of an equality of votes.
- 7.3. In the absence of the Chairman another committee member will assume the Chairman's role for regular weekly meetings only. Where appropriate the Management Committee Chairman may appoint a meeting chair to act of his/her behalf.
- 7.4. The quorum of a committee meeting shall be **3**. Committee members attending a Committee Meeting will appoint one of their number to record minutes.
- 7.5. The committee shall retire at each AGM in the summer. All members will be invited to offer themselves for the position of Chairman and this role will be the only one voted into office by the Group at the AGM.
- 7.6. Such applicants for Chair will choose at least **2** running partners (potential committee members) and present to the main group their intentions in office. A vote will take place to appoint the Chair. Such appointment will last for a **12** month period.
- 7.7. The outgoing Chair will no longer be an automatic member of the committee; he/she could be selected as a running partner or apply for the Chair again.
- 7.8. Voting at the AGM or any EGM shall be by show of hands. No proxy votes are allowed.
- 7.9. A member is elected when they receive more than 50% of the votes cast. If there are more than 2 candidates and no one has an overall majority, the member with the lowest number of votes will be eliminated and a new round of voting will take place. This process will continue until one candidate achieves an overall majority. In the event of a tie between 2 candidates the election will be decided by the toss of a coin. Candidates should absent themselves while the vote takes place.
- 7.10. A member may hold more than one position on the Committee.

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- 7.11. In the event that there are no candidates for the role of Chair and the retiring Chairman is unwilling to offer themselves for re-election, the Chairman may invite verbal proposals from the members at the AGM to fill this vacancy or defer the vote for upto **4** weeks while new candidates come forward.
- 7.12. The Chair may be removed from office by a majority vote at an EGM called in accordance with section 4. In such circumstances, a committee member will be appointed as temporary chair and a further EGM will be called within **14** days to vote for a new chairman.
- 7.13. All members are expected to attend an AGM.

8. Subscriptions

- 8.1. The subscription is paid per calendar month and will be reviewed annually by the Committee.
- 8.2. Subscriptions fall due on joining and thereafter monthly by standing order arranged with the Treasurer.
- 8.3. The committee may cancel the membership of any member whose subscription is **1** month or more in arrears.
- 8.4. No refunds of subscriptions will be made by the group for whatever reason.
- 8.5. The fee income will be used to generate a reserve of funds to be used to advance the objects of the Group.

9. Bank Account

- 9.1. A bank account will be maintained in the name of the Group.
- 9.2. Two committee members must be authorised by a resolution of the committee to sign cheques, and a mandate shall given to the bank accordingly.

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10. Guests

- 10.1. Any member of the Group may invite a guest to attend any meeting of the Group, subject to the authority of the committee to withdraw any such invitation.
- 10.2. A guest may attend up to **4** meetings of the Group and shall then either be proposed to join the Group or be excluded from any further meetings of the Group for a period of at least **6** months.

11. Resignation of Members

- 11.1. A member wishing to retire from the Group may give notice in writing to the Chairman. Such notice can be effectively immediately.
- 11.2. No part of the retiring member's subscriptions paid shall be refunded.
- 11.3. Ex members details will be removed from Executive Networking electronic and paper records within a reasonable period.

12. Termination of an Individual Membership

- 12.1. Either the committee or any individual member may raise a concern with respect to another member's attendance or performance that does not demonstrate sufficient contribution to the objects of the Group, defined under section 2 of this constitution or the members agreement, or whose conduct renders them unfit for membership. Such concerns would be made to the Chair.
- 12.2. The Chairman should then speak to the member concerned to make them aware that their contribution, performance or conduct has been called into question and to ascertain whether there are any extenuating circumstances. The Chairman will consult with the other members of the Committee and decide whether it is appropriate to give the member a period of time to improve their performance – a 'period of improvement' may be granted.

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- 12.3. Following the Committee consultation (or on expiry of any period of improvement, if applicable) the Committee will consider the member's performance and discuss and vote upon the following options:
- a) The member's contribution/conduct is satisfactory, and no further action is necessary
 - b) The member should have their membership terminated
- 12.4. Before a vote at committee is taken the member maybe granted an opportunity to appear before the Committee and seek to answer to the complaints against them.
- 12.5. A decision to expel the member requires a vote of **75%** of the committee members at a committee meeting. The member concerned is not entitled to vote, whether he or she is a member of the committee or not.
- 12.6. No part of an expelled member's subscription fee shall be refunded
- 12.7. The Committee reserve the right to suspend an individual's membership during this process described in this section. Such a suspension will not be an indication of guilt but will offer a period to reflect and or investigate such matters.

13. Notices

- 13.1.1 Notices to members shall normally be given by e-mail.
- 13.1.2 Notices shall be deemed to have been properly served if sent by any member of the committee to the member at an e-mail address provided by the member for the purpose of communication.

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