



# SNIPF Edinburgh & District Branch

## CONSTITUTION AND RULES

### *(SNIPF EDINBURGH & DISTRICT BRANCH)*

#### **1. NAME**

This document comprises the constitution and rules of the organisation known as the Scottish & Northern Ireland Plumbing Employers' Federation (SNIPF) Edinburgh & District Branch ("the Branch"), a constituent Association of the Scottish & Northern Ireland Plumbing Employers' Federation ("SNIPF").

#### **2. OBJECTS**

The objects of the Branch are to:

- a) provide a forum for discussion and exchange of information on any and all matters affecting the interest of members and to the extent that it is considered necessary to make these views known to others.
- b) provide members with relevant information which may affect their business.
- c) nominate and appoint members to represent the Branch on the SNIPF Council or any other relevant organisations as agreed by the Branch.

#### **3. MEMBERSHIP**

- a) Applications for membership shall be considered by the Committee and if the majority decide, the application may be recommended for acceptance. If the Committee are not in agreement with acceptance then the application will be referred back to SNIPF for further consideration.
- b) Ordinary members can include either unincorporated businesses, partnerships, limited liability partnerships as defined by the Limited Liability Partnerships Act 2000 and businesses incorporated under the Companies Acts who carry out plumbing and mechanical services work in the areas specified under section 3c, whose geographical boundaries are defined by the Local Government etc (Scotland) Act 1994 or any re-enactment thereof (including any regulation passed or any decision made by any statutory body, pursuant to the said Act or any re-enactment thereof).
- c) SNIPF members who carry out business in the following areas: Clackmannanshire, City of Edinburgh, East Lothian, Falkirk, Midlothian, Scottish Borders, Stirling, West Lothian and any other additional areas as the Branch may agree to include within its jurisdiction, will automatically become members of the Branch.
- d) Each member of the Branch is able to nominate one person of sufficient standing to represent that member at Branch meetings. The nominated person (or a replacement as the Committee may, by majority, so agree) is entitled to vote, as and when necessary, on behalf of the member.
- e) In the event that a member has failed to pay in full its annual subscription due and payable to SNIPF by 31<sup>st</sup> March in any year of membership, the membership, (including any rights, duties and privileges thereunder) shall be suspended until the subscription is paid in full.

#### **4. MEMBERSHIP OF THE COMMITTEE**

- a) The management and conduct of the affairs and business of the Branch shall be entrusted to a committee of no more than twenty members with five forming a quorum ("the Committee").
- b) A member may have no more than two representatives on the Committee at any one time, however they will only be entitled to one vote.
- c) The Committee members shall be appointed at the Annual General Meeting the exception being the Immediate Past President who shall be a member of the Committee for the ensuing year.
- d) Any resolutions and/or motions will only be validly passed and decided upon if done so by a majority of Committee members present at the meeting at which the resolution and/or motion is being decided.
- e) Each Committee member shall be either a partner, proprietor, director or employee of sufficient standing of a member business, or they may be an individual associated with a member provided that, in the opinion of the Committee, it is in the interests of the Branch that the individual becomes a Committee member. Members of the Committee shall be eligible for election to the following offices, the elected members to which shall be referred to collectively as Office Bearers:

1. President

2. Vice President
3. Junior Vice President
4. Immediate Past President

- f) Committee members shall be appointed and serve for a period of no more than three years, however this period may be extended in the event that there are insufficient nominations.
- g) The Branch may also, on the motion of any member, elect one or more Honorary President(s) whose rights will be restricted to attendance at any meeting of the Branch. The Honorary President will normally have served as a President of the Branch or any of its previous titles. Provided they have served on the Committee for a period of at least two years prior to such election.

## **5. DUTIES OF THE COMMITTEE**

The Committee shall have the following duties and powers:

- a) To meet on a regular basis to arrange the affairs of the Branch. A record shall be made of all decisions of the Committee and shall be open to inspection by any member on written application to the Secretary.
- b) To appoint sub-committees as it may deem necessary or expedient and may depute or refer to them such of the powers and duties as the Committee may decide.
- c) To make, repeal and amend all such rules, regulations and bye-laws as it shall think expedient for the management and well-being of the Branch.

## **6. ANNUAL GENERAL MEETING**

- a) The Annual General Meeting ("AGM") of the Branch shall be held at the beginning of May or as near thereto as possible for the purpose of:
  1. electing the Committee members for the forthcoming year
  2. electing Office Bearers
  3. appointing a managing Committee
  4. considering a report by the President of the previous years' activities
  5. considering the Statement of Accounts of the previous financial year agreeing a budget and appointing auditors for the ensuing year
  6. considering and voting on any motion or resolution validly intimated by members.
  7. deciding (if possible) the dates of the Branch's activities in the forthcoming year
  8. dealing with any other business which may competently be brought before the meeting.
  9. appointing a Secretary (who may also act as Treasurer)
  10. appointing an Auditor.
- b) The chair of the AGM shall be the President of the Branch.
- c) The Office Bearers shall not serve in their respective office for a period of more than two years, however this period may be extended in the event that there are insufficient nominations.
- d) The AGM and any other meeting validly convened by the Branch requires a quorum of five committee members.
- e) Any motion which any member wishes to propose at the AGM, requires to be given in writing to the Secretary no less than three weeks prior to the date of the AGM. Any such motion shall be included in the notification to members of the date, time and venue of the AGM.
- f) The Branch will have the power to appoint sub-branches with the permission of a general meeting and those sub-branches may appoint a Convenor and Secretary. The conditions attached to appointments of sub-branch Conveners and Secretaries will be approved by the Committee.
- g) A record shall be made of Annual General Meeting and shall be open for inspection by any member of the Branch by a written request to the Secretary.

## **7. MEETINGS**

- a) The Committee shall have the power to call general meetings or extraordinary general meetings and/or special meetings when they think it is appropriate at any time or place. At all meetings of either the Branch or Committee the President, whom failing the Vice President or Junior Vice President, shall act as Chairman. In the absence of all of the foregoing, the Chairman shall be decided on the approved motion of any attendee.

- b) All meetings of the Branch (with the exception of those which the Committee consider urgent) must be notified in writing to all members in writing no less than 48 hours in advance, indicating the date, time and purpose of the meeting.
- c) A special general meeting of the Branch must be called upon a request to the Secretary by no fewer than fifteen members of the Branch. The request shall be made in writing by the members desirous of such a meeting, and shall state the purpose for which the meeting is called.

## **8. FUNDS**

- a) All surplus funds of the Branch may be invested as the Committee decide.
- b) The Committee may, entirely at its discretion, award grants to members or otherwise dispose of the funds of the Branch to an amount not exceeding £500 or other such amounts as may be agreed at the Annual General Meeting.

## **9. DUTIES OF SECRETARY & TREASURER**

- a) The Secretary shall attend all meetings of the Branch and keep a minute of the proceedings together with a roll of members who attend. The Secretary shall also deal with all in-coming correspondence.
- b) The Treasurer shall receive and pay out all funds of the Branch, keep correct accounts or arrange for accounts to be audited by the Branch's auditors and to lodge, deposit and uplift upon the instruction of the Committee all surplus funds which are held by the Branch.
- c) All funds of the Branch not required to meet the day to day management and administration expenses may be invested as the Committee decide. The Committee may, without the authority of Branch members, give grants to members or otherwise dispose of the funds of the Branch to an amount not exceeding £500 or other such amounts as may be agreed at the Branch General Meeting.
- d) Any funds of the Branch not required for immediate payment shall be invested in such a way as the Committee may decide in the names of the President, Vice President and Secretary & Treasurer of the Branch or other Committee members as agreed. Payments shall be made by cheque or by other means.

## **10. AUDIT OF ACCOUNTS**

No less than 28 days prior to the Annual General Meeting, the auditors appointed by the Branch shall audit the Branch's accounts to the financial year ending on the preceding 31<sup>st</sup> December.

## **11. ALTERATION OF CONSTITUTION AND RULES**

This Constitution may be added to, repealed or amended by motion at the Annual General Meeting, or at any Extraordinary General Meeting, by a majority of at least two-thirds of the members voting on such a motion.

## **12. WINDING UP OF THE BRANCH**

If at any Annual General Meeting or Extraordinary General Meeting at which not less than half of the ordinary members shall be present, a motion for the dissolution of the Branch shall be passed by a majority of two-thirds of the members voting on such resolution, the Committee shall immediately proceed to realise the property of the Branch and after the discharge of all liabilities shall divide such property equally amongst those members who have paid their subscriptions for the current year at the date of the passing of the motion to wind up the affairs of the Branch.

## **13. BRANCH FUNDS**

All monies received for the general purposes and carrying on of Branch activities shall be detailed in the Balance Sheet each year and thereafter carried to a reserve fund. The monies in this reserve fund shall be applied for the general purposes as set out in the objects of the Branch or for any special purpose as approved by the majority of those present at any Annual General Meeting. Notice as to disposal, other than in the power of the Committee, of any part of the reserve funds must be given to all members in advance of the Annual General Meeting.

***These Constitution and Rules were amended and approved at the Annual General Meeting held on 3 March 2015.***