

The Smithfield Market Tenants' Association, London

RULES

A - CONSTITUTION

1. **Name.** The Association shall be called the Smithfield Market Tenants' Association, London.

2. **Objects.** The Objects of the Association are:
 - (a) The protection of the general commercial interests of the Members of the Smithfield Market Tenants' Association, so far as their operations in connection with the London Central Markets are concerned.

 - (b) To afford such assistance to Members of the Association as may be considered advisable in supporting or opposing any matter affecting the general welfare of the Trade, so far as their operations in connection with the London Central Markets are concerned.

 - (c) To watch proceedings in Parliament and elsewhere, and to support or oppose legislative and other measures affecting the trade.

 - (d) To regulate the relations between the Members as employers and workers or Trade Unions.

 - (e) To appoint representatives to the Smithfield Market Conciliation Boards and to issue instructions to all or any Members referring to the Terms and Conditions of employment of all employees coming within the jurisdiction of the Smithfield Market Conciliation Boards.

 - (f) To negotiate from time to time with the Corporation of the City of London a common form of Lease or Tenancy Agreement applicable to all Members within the Wholesale Section of London Central Markets.

18th March 1980

3. Membership. All persons, firms or companies carrying on primarily a wholesale business in any kind of meat, poultry or provisions in the London Central Markets who are tenants of the Corporation of the City of London shall be eligible for membership of the Association. The eligibility of any applicant for membership shall be decided by the Council and no person, firm or company shall be considered a Member until duly admitted by the Council. The decision of the Council as to the eligibility of any applicant for membership shall be final. A firm or company shall appoint a member of such firm or of the Board of such company, or someone in a responsible executive position, as a representative to attend Meetings and vote, and such representative shall be eligible for election to all offices. Notice of the appointment (whether by way of original appointment or on any change) of a representative shall be given in writing to the Association Executive of the Association, and no representative shall be entitled to vote until such notice has been given.

4. Lease/Tenancy Agreement. No Member shall enter into any form of Lease or Tenancy Agreement with the Corporation of the City of London with regard to a lease or tenancy in the Wholesale Section of London Central Markets which does not completely conform to the existing Common Form of Lease or Tenancy Agreement negotiated by this Association with the Corporation of the City of London without first consulting and obtaining the approval of the Council of the Association.

5. Disqualification of Candidates. No person, firm or Company shall be admitted a Member if such person, firm or Company has compounded with creditors or become bankrupt or taken proceedings under any Act for the relief of debtors, except upon proof to the satisfaction of the Council that 100p in the £ has been paid to all creditors. PROVIDED ALWAYS that any such proposed Members shall have power to appeal to a General Meeting, which may admit such proposed Member to Membership, notwithstanding such restriction.

6. Disqualification of Members. Any Member becoming bankrupt or taking any proceedings under any Statute for the relief of debtors unable to pay their debts, or entering into any composition with creditors, or, if a Limited Liability Company, going into liquidation, otherwise than for the purpose of reconstruction, shall cease to be a Member of the Association until such time as the Association Executive shall certify to the Council that 100p in the £ has been paid on all liabilities. On the Association Executive notifying as before mentioned, such Member shall be restored to Membership of the Association, subject to paying all arrears of subscriptions. In any case arising under this Rule, any Member shall have power to appeal to a General Meeting, which may give relief from any of the penalties imposed by this Rule.

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7. Disputes and Disciplinary Action. The Council shall at all times have power to hold enquiries into any dispute, difference or complaint involving members, and to consider disciplinary action against any member. When it considers that a member has a case to answer, Council shall appoint a Sub-committee consisting of not fewer than three persons which shall investigate the matter. The member concerned shall be informed of the case against him, shall attend before such Sub-committee whenever reasonably required to do so, and shall be given the opportunity to state his case.

Repeated failure or refusal to attend the Sub-committee may result in the Sub-committee making an award against the member in the member's absence.

On conclusion of the hearing(s), the Sub-committee shall advise the member of its award, which may include a fine or expulsion from the Association. Any such fine must be paid by the member within seven days unless the member exercises the right to appeal under Rule 8. The Council shall at all times have the power to expel any member of the Association. No member so expelled shall have any claim whatever to the return of the whole or any portion of his subscription, nor to any share of capital or funds of the Association, nor to any other advantages of this Association.

8. Appeal. Any member disciplined under Rule 7 shall have the right of appeal to the Council of the Association within one week of receipt of notification of the award of the Sub-committee. No member of the Sub-committee formed under Rule 7 may sit on the Council called to hear the appeal. At such a Council meeting the appellant and a representative of the Sub-committee shall be heard, and Council will then reach a decision on the Appeal. Council may in its decision vary the award if it so wishes, and will notify the appellant in writing. Any member still not satisfied with the Council's decision may make a further appeal to a Special General Meeting of the membership giving notice in writing, delivered to the Association Executive, within one week of the receipt of notification of the Council's decision. At such a General Meeting a quorum of one third of the membership shall be required, and the decision of the meeting will be final. For the purposes of the Council or the Special General Meeting, the member appealing may not exercise any vote, or count towards a quorum.

If the award of a fine upheld by the Special General Meeting is not paid within seven days the member shall be expelled from the Association.

9. Retirement of Members. A Member may at any time retire from the Association by giving two months' notice to the Association Executive upon paying all the subscriptions falling due prior to the expiry of such two months' notice. The Association Executive shall, immediately on receiving such notice, acknowledge receipt to the Member sending same.

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B - ADMINISTRATION

10. Labour. Membership of the Association carries with it the undertaking of the member faithfully to abide by and carry out the directions of the Council and/or General Meetings. Failure to do so will be grounds for disciplinary action under Rule 7.

11. Management. The Management of the affairs of the Association shall be conducted by a Council of not more than 30, the number to be determined annually by the outgoing Council in accordance with Rule 18. The Council will consist of a Meat Section and a Poultry & Provisions Section, the number of representatives from each section being determined in strict arithmetical proportion to the aggregate number of votes allocated on January 1st of the year concerned to each Section. The Members of each Section shall elect their own representatives to serve on the Council in accordance with the arrangements set out in Rule 18. Each Councillor may nominate a deputy from his own firm or company who may, with the approval of the Chairman of the meeting, deputise for the Councillor at General, Council, Sectional and Committee meetings of the Association during his period of office.

12. Annual General Meeting. The Annual General Meeting of the Association shall be held in the month of March, or as near thereafter as possible, the date being decided by Council. Any business to be included on the Agenda at such meeting must be notified in advance to the Association Executive no later than two weeks before the date of the meeting. Other matters may be considered under Any Other Business with the approval of the Chairman, or of the meeting.

13. President. The Council may decide at any time that the office of President be filled, or the office may, since it is purely honorary, be left in abeyance. If Council decide that the office be filled, they will circularise all members seeking nominations for consideration at a subsequent meeting of the Council. At that meeting, voting will take place, with the least successful candidate being eliminated on each vote, until there is a successful candidate, who must however, obtain at least 75% of the votes cast in the final show. Any candidate must have given at least 10 years' valuable service on the Council of the Association and the office, which is held annually, may be held for a maximum of three years, whether consecutively or not. The President may not, during his period of office, be a serving member of Council.

14. Treasurer. The Association shall elect annually a Treasurer in accordance with the arrangements described in Rule 18. A candidate for the office of Treasurer must be a Member or duly authorised representative in accordance with Rule 3. The Treasurer may attend Council meetings, but votes only if already an elected member of Council.

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15. Auditor. The Association shall appoint the Auditor annually in accordance with the arrangements described in Rule 18. The Auditor shall be a person or firm holding a recognised Accountancy qualification. It shall be the duty of the Auditor to supply to the Association a statement that the accounts give a true and fair view of the Association's financial position.

16. The Chairman of the Association, or in his absence, the Deputy Chairman of the Association, shall preside at all General Meetings of the Association. If the Chairman and Deputy Chairman shall not be present at any General Meeting, such General Meeting shall elect a Chairman from among the Members or authorised representatives then present.

17. Special General Meetings. A Special General Meeting shall be convened as often as the Council may deem expedient or upon a written requisition to the Council signed by not less than 15 members and stating the business for which such meeting is requisitioned. Notice of a Special General Meeting shall be given in such a manner as the Council may, from time to time, think fit. At any such Special General Meeting one third of the membership present in person, or by a representative duly appointed under Rule 3, shall form a quorum.

18. Arrangements for Elections. Eight weeks before the date arranged for each Annual General Meeting the Association Executive shall send to each member a form showing the number of votes which he desires to be allocated to each Section, viz., the Meat Section or the Poultry & Provisions Section.

Seven weeks prior to each annual General Meeting a preliminary notice of the date arranged for such meeting shall be sent to each Member of the Association so that Members may:-

- (a) Nominate an eligible individual (as described in Rule 3) as a candidate for election to Council, stating which Section they are to represent.
- (b) Nominate an eligible individual (as described in Rule 3) as a candidate for election as Treasurer.
- (c) Nominate a person or firm suitably qualified in accordance with Rule 15 for election as Auditors.

The names of the candidates must be received by the Association Officer not later than five weeks before the date of the Annual General Meeting.

The Council shall determine the total number of Council members, subject to the limit and in the proportions specified in Rule 11, to be elected for the forthcoming year not later than five weeks before the Annual General Meeting. If no such decision is made, numbers will remain unchanged from the previous year.

19. Voting Arrangements. Elections will be by ballot. Scrutineers will be appointed by Council, and if there are not more candidates for any office than the number of places, those nominees qualified, able and willing to stand will, if the scrutineers so certify, be declared elected. If there are more candidates than the number of places for any office, a ballot paper will be issued to each Member four weeks before the Annual General Meeting showing the names of the candidates. Papers must be returned by 0900 hrs., 15 days before the Annual General Meeting and the poll will then forthwith be conducted by the scrutineers. If there is a tie for any place on Council, the election will be rerun between the candidates affected by the tied vote. A ballot paper will be issued to each Member two weeks before the Annual General Meeting showing the names of the tied candidates. Papers must be returned by 0900 hrs., 8 days before the Annual General Meeting and the poll will then forthwith be conducted by the scrutineers.

The outcome of the elections, together with papers describing the business to be transacted at the Annual General Meeting will then be sent to Members as soon as possible thereafter.

20. Voting. Voting at the Annual General Meeting and at Special General Meetings of the Association, of the Sections and of the Meat and Poultry Traders shall be by poll unless it shall be unanimously decided otherwise by those present.

21. Votes. The voting right of each Member shall be based on the ground floor area of his market stall(s), each 50 square feet or portion thereof carrying one vote.

22. Voting at Council Meetings. Voting at Council Meetings, including those of the Meat and Poultry Traders, shall be by a show of hands, the Chairman having a casting vote. Deputies shall not have the power to vote unless representing a full Council Member.

23. Association Chairman and Officers. Within seven days before each Annual General Meeting the newly elected Council of the Association shall elect from among its members a Chairman-elect and a Deputy Chairman-elect to take office immediately following the Annual General Meeting. The duties of the Association Deputy Chairman shall include assisting the Chairman and deputising for him when required.

The Association Officers are defined as the Association Chairman, the Deputy Chairman, the Chairman Meat Traders, the Chairman Poultry Traders, the Treasurer and the Association Executive.

The filling of any subsequent vacancy arising during the year shall be in accordance with the Rules except that office will be taken immediately upon election or appointment.

24. Sectional Committees/Meat and Poultry Traders Councils. The Council Representatives elected by the two Sections will form the Meat and Poultry Sectional Committees respectively. The same Representatives will also form the Meat Traders Council and the Poultry Traders Council.

The Sectional Committees shall be directly responsible to the Council of the Association and deal with administrative, labour, public relations and domestic matters appertaining to the London Central Markets when so required by the Council of the Association.

The Traders Councils shall be autonomous bodies and deal with matters affecting the Meat and Poultry Trades. Each Traders Council shall keep the Council of the Association informed of its decisions and actions taken, except that any proposal that requires the expenditure of the funds of the Association or that may affect any other Section of the Association shall be referred to the Council of the Association for a final decision. The Traders Councils may co-opt representatives if required for service on sub-committees.

Within seven days after the Annual General Meeting of the Association the newly elected Sectional Committees/Traders Councils shall meet to elect a Chairman and a Vice-Chairman of each Sectional Committee/Traders Council respectively. The titles of these Chairmen and Vice-Chairmen shall be Chairman and Vice-Chairman Meat Traders and Chairman and Vice-Chairman Poultry Traders.

24A. Association Staff. The elected Officers of the Association shall decide the procedure for the recruitment, selection, appointment and termination of employment of the staff of the Association. Elected Officers shall carry out reviews of staff salaries and other terms of employment, and obtain the approval of the Council of the Association before implementing the Officers recommendations.

25. Attendance at Meetings. No person other than a Member or person duly authorised under Rule 3 shall be present at any Meetings of the Association, except by special resolution of such Meeting, which resolution may be carried without notice of the motion being previously given.

26. Council Meetings. Meetings of the Council of the Association and of the Meat and Poultry Traders shall be held at such times and places as such Councils or their Chairmen may, from time to time, decide, provided that on receiving a requisition signed by not less than one fifth of the members of the Council concerned, the Association Executive shall forthwith call a meeting of that Council and such meeting shall be held within seven days of the receipt of such requisition. At any Council not less than one third of the total membership of that Council shall form a quorum to the nearest odd number.

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27. Vacancies on Council. The Section concerned shall elect from its members a representative to fill any vacancy arising from resignation or other cause, and any person so elected shall hold office until the election of a new Council.

28. Rules. The Council shall have power to make such alterations in, or additions to, the Rules as it shall think fit, PROVIDED ALWAYS that no such alterations or additions to these Rules shall take effect until the same have been approved by a General meeting of the Association specially called for the purpose.

A copy of the Rules of the Association and of its most recent annual return shall be supplied to any person on payment of a reasonable charge to be fixed by the Council.

29. Subscriptions. The annual subscriptions of each Member shall be based on the number of votes to which each Member is entitled. The amount of the annual subscription per vote shall be decided by the Council of the Association and be subject to confirmation at a General Meeting.

Additional subscriptions may be called for by the Council of the Association when required for specific purposes that may arise. The Meat Traders Council and the Poultry Traders Council may, subject to the approval of the Council of the Association also call for additional subscriptions from members of the Meat Section and the Poultry & Provisions Section respectively for specific purposes that may arise which affect their members only. Such additional subscriptions shall be based on votes or such other system as the Council concerned may decide.

30. Payment of Annual Subscription. The annual subscription shall be paid in advance on January 1st each year for the period January 1st to December 31st. It may be called for in instalments, as decided by the Council. No member whose annual subscription shall be one month in arrear shall be present at, or vote at, any Meeting of the Association unless by permission of the Chairman.

31. Applications for Annual Subscription. Applications for annual subscriptions shall be sent to Members by the Treasurer at least two weeks prior to the date due.

32. Arrears of Annual Subscriptions. One month after the date due the Treasurer shall send a written or printed notice to every Member whose annual subscription shall then be in arrear, acquainting him with the consequences of non-payment under Rules 30 and 33.

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33. Arrears - Penalties. The Council may, after three months have elapsed since the due date, refer the matter to a disciplinary Sub-committee in accordance with Rule 7.

34. Bankers. The funds of the Association shall be kept with such bankers as the Council may elect.

35. Trustees - Property and Investments. The Treasurer and Executive of the Association shall act as Trustees for the property of and funds invested in the name of the Association. Such amount of the funds of the Association as the Council may deem expedient shall be placed on deposit with the Bankers of the Association or invested as the Council may decide for the benefit of the Association. All interest or income which may accrue from such deposits or investments shall appear in the Annual Accounts of the Association as part of the ordinary income of the Association for the year in which the same shall be received.

36. Payments. Payments from the funds of the Association shall be made

- (a) By cheque, signed by two of the Chairman, Deputy Chairman, Treasurer, Association Executive
- (b) By Direct Debit, the Direct Debit mandate being signed by two of the Chairman, Deputy Chairman, Treasurer, Association Executive
- (c) By Credit Card. The Association Executive is authorised to arrange for a Credit Card for the Association in his/her name with an initial credit limit of £1,000. The credit limit may be amended by Council as appropriate.

C - DISSOLUTION

37. In the event of the dissolution of the Association, the Council of the Association shall have absolute power as to the disposal of any of the Association's assets.

Approved at a Special General Meeting, 16th March 1977
 Amended at a Special General Meeting, 20th April 1978
 Amended at a Special General Meeting, 18th March 1980
 Amended at a Special General Meeting, 26th March 1981
 Amended at a Special General Meeting, 28th March 1984
 Amended at a Special General Meeting, 30th January 1985
 Amended at a Special General Meeting, 29th March 1990
 Amended at a Special General Meeting, 21st April 2010
 Amended at a Special General Meeting, 3rd March 2011
 Amended at a Special General Meeting, 20th August 2013

20th August 2013