

DEVON LANDLORD'S ASSOCIATION

CONSTITUTION. (Draft 2010)

1. NAME:

The name of the association is the Devon Landlord's Association, hereafter to be known as the 'Association', or the DLA.

2. OBJECTIVES OF THE ASSOCIATION:

In pursuance of its objectives the Association will have particular regard to the following:

- 2.1 To represent and promote the interests of private/commercial landlords
- 2.2 To provide members with information, advice and guidance on maintaining and improving their businesses.
- 2.3 To encourage and promote the provision of high standards of accommodation in accordance with any Code of Practice approved and adopted by the Committee, whilst ensuring that the practices relating to the letting of property comply with legislation as may be altered from time to time
- 2.4 To raise funds in the furtherance of objectives and interests of members of the Association.
- 2.5 Pursue such policies as may from time to time become desirable and which are endorsed by the Committee and by a general meeting of members.

3. MEMBERSHIP:

Full Membership will be awarded to landlords who conform to the requirements as defined in the sections below. These individuals will also have paid the annual membership fee. Full Members will have access to all the facilities of the Association and have voting rights at any meeting.

Associate membership will be offered to individuals who have not yet started a property portfolio but hope to do so in due course. It will also apply to Letting Agents who have no personal property portfolio. (See 3.2 below). These individuals will have paid the annual membership fee, be able to attend all meetings and have access to designated facilities, but will have no voting rights at meetings.

Membership of the Association will be open to:

- 3.1 Landlords of Residential and Commercial properties.

- 3.2 Managing Agents of residential and commercial properties, if they also have their own letting portfolio.
- 3.3 Persons with an interest in properties who are prospective landlords will be accepted as Associate members with no voting rights until it is shown that they have entered the letting business.
- 3.4 Any application for membership shall be subject to the approval of the Committee and will necessitate the acceptance of the Association's Code of Practice, and upon being accepted, members must pay the annual subscription and any joining fee from time to time in force.
- 3.5 The Committee may, using its absolute discretion, suspend or withdraw membership if a member fails to comply with the Constitution of the Association and the Code of Practice adopted by the Committee.
- 3.6 The membership year will run from 6th April until 5th April of the subsequent year.
 - 3.6.1 Each Member will have one vote.
 - 3.6.2 Each Member shall pay an annual subscription as recommended by the Committee and approved at the AGM.
- 3.7 A Member of the Association may resign at any time by giving notice to the Committee in writing. No refund of fees will occur.
- 3.8 Membership of the Association implies acceptance of the Constitution and its associated Code of Practice.
- 3.9 Membership will cease, if the membership fee is not paid within eight (8) weeks of an invoice being mailed. Those defaulting members will be able to rejoin upon full payment of the membership fee.

4. ASSOCIATION MANAGEMENT:

The Management of the Association shall be in the hands of the Committee.

- 4.1 The members of the Committee shall be elected by the membership at the Annual General Meeting (AGM) and shall not exceed seven (7) in number.
- 4.2 The Executive Officers of the Association shall be put in place at the first Committee Meeting following the AGM, these to be the offices of: Chairman, Treasurer and Secretary and any other post as is deemed necessary. Holders of these positions are subject to annual renewal and

to the continuing confidence of the Committee membership during the lifetime of that Committee. Associate members of the Association may serve on the Committee in an advisory capacity only with no voting rights.

- 4.3 The Committee shall have the power, by majority vote, to expel members of the Association who fail to comply with the Association's Code of Practice or who otherwise bring the Association into disrepute.
- 4.4 A quorum of fifty percent plus one is required to be present at any Committee meeting in order to validate decisions. The Chairman will have a casting vote if required.
- 4.5 The Committee can, if it so wishes, appoint by UNANIMOUS vote a senior member of the Association to be its President. The President's honorary position shall be subject to annual renewal. The President's sole role will be to chair any meeting where an election for the position of Chairman of the Association is to be held.
- 4.6 The Committee shall, from time to time, have the power to co-opt Association Members to serve in whatever capacity deemed appropriate. (See section 4.2 above)
- 4.7 At all times the Committee will maintain a proactive and supportive approach to Equality and Diversity.
- 4.8 If any Officers of the Committee or of any Sub-committee have a financial interest or in any way may gain material benefit from any item under discussion, they are to declare that interest and are not to be permitted to participate in any vote related to that issue.

5. FINANCIAL MATTERS:

The financial year shall run for twelve months beginning on 6th April.

- 5.1 The Committee will submit financial statements to the membership.
- 5.2 The Association bank account will require the signatures of at least two (2) nominated Executive Officers to draw a cheque. Other Committee members may also be designated as signatories.
- 5.3 If it is felt necessary, the Committee may employ staff and pay staff to carry out the duties of the Association.
- 5.4 The Committee is authorised to pay travel and receipted expenses to any Committee member as it sees fit and set a reduced membership fee in recognition of duties conducted on behalf of the Association.

6. MEETINGS:

Meetings will be of varying types as identified below. For all AGMs and EGMs, the forms for notification and proxy will be sent out by post at least two weeks prior to the event. At all meetings other than 'Speaker Meetings' proceedings will be conducted according to 'Robert's Rules of Order'.

- 6.1 An AGM will be held within three (3) months of the end of the financial year. The purpose of the AGM is to:-
 - 6.1.1 agree the minutes of the previous AGM
 - 6.1.2 receive reports on the work and the activities of the Association during the previous twelve (12) months.
 - 6.1.3 receive the Treasurer's report and a copy of the audited balance sheet and accounts for the preceding financial year.
 - 6.1.4 elect the Committee.
 - 6.1.5 decide upon resolutions.
 - 6.1.6 appoint auditors.
- 6.2 The quorum at all AGMs of the Association will be at least twenty percent of the membership (20%). (This is to include members who have voted by proxy, post or by electronic means for the various resolutions presented at the AGM.)
- 6.3 Suggestions for amendments to the Constitution shall be given to the Secretary in writing no less than twenty (20) days prior to the AGM.
- 6.4 Voting at the AGM will be determined by a show of membership cards (available at the registration desk on entry) and by a count of the voting returns from proxy, postal or electronic measures all of which will be treated as 'PROXY' votes. (A non return of voting papers will not constitute agreement or disagreement with any proposal issued prior to the AGM) Only FULL members will have an entitlement to vote. (One vote per membership). Decisions will be made on a majority basis. The Chairman will have a second 'casting' vote in the case of a tie.
- 6.5 Proxy votes must be received at least seventy two (72) hours before the meeting. Proxy voting members will count towards the quorum of members present at the AGM or EGM. For a vote to be valid at least twenty percent (20%) of the membership must participate in the decision making process. This is to ensure that the decision making process on matters affecting the Association can not be manipulated by a small minority of members who attend any AGM or EGM in person.
- 6.6 Minutes of the AGM and all minutes of Committee meetings, together with all papers relevant to policy and non-financial matters, are to be kept by the Secretary. These papers will be made available for scrutiny to any member upon giving the Committee seven (7) days prior notice in writing.

- 6.7 Extra-ordinary General Meetings (EGMs) may be called by a majority of the Committee or by a vote of at least twenty percent (20%) of the Membership. Such EGMs shall then be held within three (3) weeks of the Committee being informed of such a meeting. This meeting will be conducted in accordance with the exact same requirements of an AGM. The quorum at an EGM shall be as at the AGM. An EGM will be called automatically when, for whatever reason, the number, including co-opted members, serving on the Committee falls below three (3).
- 6.8 No resolutions, other than those published prior to the meeting and made available to the membership by mail or electronic means will be voted upon at either an AGM or an EGM
- 6.9 When calling an EGM, those members so doing must declare a particular purpose for the meeting so that the Committee can inform the Membership. Voting for the issues raised will also be accepted via electronic or postal means. These will count as though the member was present at the meeting.
- 6.10 Not less than two (2) weeks notice shall be given to the membership of the dates, times and locations of all General Meetings and the purpose and issues to be voted upon.
- 6.11 Speakers Meetings shall be held as and when the Committee decides. Speakers for these meetings can be suggested by members and submitted to the Committee for consideration and arrangement. A calendar of events will be produced and made available to the membership.

7. THIS CONSTITUTION:

The Constitution of the DLA can be accepted at an AGM or EGM specifically called for that purpose. It can also be accepted if the majority of those responding electronically or by post agree, having first been sent this constitution.

This Constitution can only be amended at the AGM or at an EGM convened for this specific purpose or subsequent to direct communication with the membership via electronic or postal means. Changes will require a majority vote by those members present and is to include the wishes of proxy voters and those voting by post or by electronic means. A minimum participation of twenty percent (20%) of the membership in the voting process is necessary to validate any changes.

8. DISSOLVING THE ASSOCIATION

If the Committee decides that it is necessary or advisable to dissolve the Association, the membership will be informed and at least twenty one (21) days notice will be given. If the proposal to dissolve the Association is confirmed by a two thirds majority of those members who decide to vote using proxy or postal forms or electronic means, the Committee shall have the power to release assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any debts and liabilities shall be returned to the membership, each Full member to receive whatever portion of the assets relevant to his/her fractional share of the total membership at the date of the dissolution of the Association.

9. GRIEVANCE PROCEDURES.

9.1 All disputes between a member or a former member and an officer of the Association shall, unless the Committee elect to refer the matter directly to an Extraordinary General Meeting, be settled by the Committee. The Committee's decision shall be final unless any party aggrieved there by shall, within seven days, produce to the Secretary a letter requesting that the matter be reviewed by a mutually agreed Independent Arbitrator, whose decision will be final.

9.2 In this Constitution the expression 'dispute' includes any dispute arising on the question whether or not a member or a person aggrieved is entitled to be or continues to be a member or to be reinstated as a member. In the case of any person who has ceased to be a member it does not include any dispute other than a dispute on a question between him and the Association or an officer thereof which arose whilst he was a member or arises out of his previous relation as a member of the Association.

END OF CONSTITUTION