

Amended following AGM March 2018 (Re: Numbers present at AGM)

1. Interpretation

"Association" The name of the Association shall be "Westcountry Landlords Association" hereinafter referred to as "The Association" or "WLA". **"Officer(s)"** – Chairman, Treasurer, Secretary, Membership Secretary, Minutes Secretary.

"Quorum" – **The quorum at meetings shall be: Three in the case of a committee meeting Fifteen in the case of General Meetings of members where a vote is necessary. Twenty-five in the case of Annual General Meetings and Extraordinary General Meetings.**

"EGM" – means Extraordinary General Meeting.

"AGM" - means Annual General Meeting.

"In Writing" – means written, printed or by electronic mail or by producing words in a visible form from one party to another party.

"Member" or **"Ordinary Member"** – means fully paid member of the Association.

"Clear Day(s)" – Excluding the day the notice is posted or given and excluding the day the notice is to take effect.

"Day(s)" – Includes the day of posting and the day the notice is to take effect.

2. The Scope

The Association shall represent and promote the interests of private residential landlords in the Westcountry or other areas.

3. The Objective

In pursuing its objectives the Association will have particular regard to the following;

The Association will:

3.1 Encourage and help members to work to any Code of Practice which is approved and adopted by the committee

3.2 Support all members by providing help and advice on maintaining & improving their businesses

3.3 Co-operate with similar associations in other areas

3.4 Publicise the case for fair treatment of landlords

3.5 Pursue such policies as may from time to time become desirable and which are endorsed by a general meeting of members

3.6 Raise funds to further the objectives and interests of the Association and its members.

4. Membership

4.1 Membership shall be open to:

4.2 Landlords of residential and commercial property

4.3 Managing Agents of residential and commercial property

4.4 Persons with an interest in residential and commercial property who are prospective Landlords

4.5 Individuals/Companies who support the objectives of the Association whether private landlords or not

4.6 Any initial application for membership may be subject to approval by the Committee and, upon being

accepted, members must pay the annual subscription and any joining fee from time to time in force. The committee may, (dependant on circumstances) and using their absolute discretion, suspend or withdraw membership if any member fails to comply with the Rules of the Association or any Code of Practice adopted by the Committee.

4.7 The Membership Year shall run from 1st January until 31st December in each year. Membership Renewal is automatic. Membership renewal fees not received by the Association by the 21st of January may attract a discretionary additional joining fee in force at that time or they may fall into a lapsed membership status.

4.8 There shall be three categories of membership:

- Individual - This person will be entitled to attend and will have one vote at General Meetings of the Association.
- Joint - Both persons will be entitled to attend General Meetings of the Association and will be entitled to share one vote.
- Corporate - Companies and or Organisation who own and/or let residential property in its name, or who have an interest in supporting the objectives of the Association. One contact person will need to be specified. The contact person will be entitled to attend General Meetings of the Association and be entitled to one vote on behalf of the corporate member.

4.9 Members' personal data will be held in a safe and secure environment, in accordance with the Data Protection Act 1998, and shall be processed only by Officers of the Association and used exclusively for the normal business of the Association.

5. Conduct of Members and Complaints Procedure

5.1 Members are expected to work to any 'Code of Practice' that has been approved and adopted by the Committee.

5.2 Members must always behave in the best interests of the Association and not bring it or its members into disrepute.

5.3 Any written complaint against a member shall be investigated initially by the Committee and if not resolved or deemed serious may be brought to the membership at any properly convened general meeting.

5.4 What is or is not a serious matter, is initially for the discretion of the Committee, as is the action to be taken and their decision on any such matter. A written appeal may be submitted which may result in the matter being brought to the next General Meeting for the members to decide (by way of a show of hands vote) the appropriate action.

5.5 Members must produce a current membership card or number when seeking help and advice.

5.6 A member may resign at any time by giving notice in writing. No refunds of fees will occur.

5.7 Membership of the Association constitutes acceptance of this Constitution.

5.8 The membership shall have power at any time, by a majority vote, to expel members of the Association who fail to provide a good standard of accommodation, or who bring the Association into disrepute (in view of the committee) by some action or omission (see rules above 5.2 to 5.4). The committee will nominate three ordinary members (one must be an officer of the committee, who will act impartially) who will act as a disciplinary sub-committee, if required, or any disciplinary actions. The three named will take no part and will withdraw from any initial hearing of a disciplinary nature.

5.9 No member of the Association may run any business or personal venture that purports to be Westcountry Landlords Association or WLA. No member may therefore use the Association's name, the acronym WLA, the

term WLA, the Westcountry Landlords Association logo, letter heading or other similar emblems of the Westcountry Landlords Association (WLA) in the name of their company / organisation for any purpose other than that for which it was originally intended. This does not stop members from stating that they or their organisation are members of Westcountry Landlords Association (WLA) or comply with its adopted code of practice.

5.10 A member expelled by the Membership will have the right to appeal in writing to the Membership Secretary within 14 days of their expulsion detailing their grounds of appeal. The Committee will appoint an 'Appeals Sub-Committee' made up of three people who were not party to the initial decision to hear the appeal. The decision of the Appeals Sub Committee will be final and binding.

6. Committee

The management of the Association shall be vested in an Executive body termed 'the Committee', as hereinafter provided. The Committee shall consist of:

- Chairman
- Treasurer
- Secretary
- Membership Secretary
- Minutes Secretary
- Up to Five Ordinary Members
- Co-opted members as required, who shall have no voting rights

6.1 The officers and elected members of the Committee shall be elected at the Annual General Meeting of the Association. Nominations in writing to be received by the Association within 14 days before the AGM.

6.2 Only members of the Association whose membership fee is fully paid up to date and to have held membership for one year prior may be nominated to be elected on to the committee. Nominations should be received in writing by the Association within 14 days before the AGM.

6.3 The Committee and officers may resign at any time by giving 28 clear days written notice to the Association (however, only one committee member may resign within this period) or shall serve until the next AGM following their election

6.4 Any officer or Committee member shall be eligible for re-election by the members present at an AGM.

6.5 The Committee shall meet as often as necessary and the last business on the Agenda of any meeting shall be to fix the date of the next one.

6.6 At meetings of the Committee, properly notified by the Minutes Secretary/Chair, three Committee members shall constitute a quorum.

6.7 Decisions of the Committee, on which a vote is taken, shall require a simple majority of those present and eligible to vote. The Chairman shall not have a second casting vote in the event of a tie. If the matter is deemed serious it will be taken to the full membership at any properly convened General Meeting.

6.8 Either the Chairman or any other officer shall be empowered to act on behalf of the committee in good faith and in the best interests of the Association matters which are of a routine character where appropriate to avoid delay and subject to such action being ratified at the next meeting of the Committee.

6.9 The Committee may fill any vacancy among the elected Officers or Members, which may occur during the year (in the event of death or resignation) by a majority vote at a Committee Meeting. The person so appointed

shall hold office on a 'pro-tem' basis for the remaining unexpired period of his predecessor's term of office, but shall need to stand for formal election at the next AGM.

7. Honorary Membership

The Committee shall have the power to appoint as an honorary member any person who, in the opinion of the Committee, is deserving of such appointment. At any General Meeting of members, a person may, on the recommendation of the committee, be appointed Honorary President of the Association. Such appointments shall continue for not more than three years. Each individual honorary member will be entitled to one vote at any General Meeting of the Association.

8. The Annual General Meeting

8.1 The AGM will normally take place during the first 90 days in each calendar year. The AGM will be held in Devon or Cornwall, on a date and at a time and venue to be fixed by the Committee for the following purposes: To receive reports on the work and activities of the Association during the preceding year To receive from the Committee a report on the financial position of the Association and to receive from the Committee a copy of a balance sheet and statement of accounts for the preceding financial year To elect the Committee and Officers To fix the annual subscription and joining fee (if applicable) for the following membership year To decide upon any resolutions To appoint auditors (if required)

8.2 At least 28 clear days before an AGM, members shall be given advance notice of the date of the AGM.

8.3 Any resolutions which members wish to be considered at the AGM, should be submitted in writing to the Secretary of the Association at least one month before the date of the AGM

8.4 The quorum at all AGMs of the Association shall be 15 members.

8.5 At the AGM, or any other General Meetings of members, all questions shall be determined by a show of hands of those attending. Only paid up members shall be eligible to vote and each such member shall have one vote as defined in terms of membership. In the equality of votes, the Chairman shall have a second casting vote.

8.6 Minutes of all General Meetings of the Association and its Committee together with all papers relevant to policy and non-financial matters are to be kept by the Secretary. These papers will be available for scrutiny by any member after first giving 7 days' prior notice in writing to the Association

9. Extraordinary General Meeting

9.1 An Extraordinary General Meeting shall be convened by the Committee where required for the proper management of the Association or where requested by 10% or 50 members whichever is the least. Members shall apply in writing setting out business to be discussed and any resolutions to be proposed for such a meeting and those members shall declare a particular purpose for the meeting. The Extraordinary General Meeting should be convened giving 28 clear days notice and shall be conducted in accordance with the requirements of an Annual General Meeting. The Quorum at an Extraordinary General Meeting shall be 25 members.

9.2 Voting Members will be entitled to vote by proxy for issues that are deemed either by the committee or such a number as requested to convene a meeting as per clause:9.1, to be of sufficient importance to the management or the future of the Association which may require a postal vote. If a postal vote situation occurs it shall not go to the offices or address of the Association but to a designated third party address. Electronic Secure Internet/Website methods may also be deployed. Any vote (whether electronic or postal) must be received by 12 noon two clear days before the meeting. A vote which is not delivered in due time shall be invalid. Members

wishing to appoint a proxy must notify the association in writing signed by the appointing member or members email address as registered with the Association.

9.3 Notices of Meetings Members shall be given notice of General Meetings of at least 7 days unless the notice contains constitutional changes then notice will be 14 clear days and 28 clear days for AGM / EGM in advance either in writing or electronically (or both). From date of posting. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

10 Subscriptions

10.1 The annual membership fees and joining fee (if applicable) are determined at the AGM.

10.2 The Committee shall have the discretion to arrive at an equitable arrangement for new members joining the Association late in any subscription year.

10.3 The membership and/or enrolment fee is not returnable under normal circumstances unless specifically agreed upon by the Committee.

11 Finance

11.1 No member shall by reason of his/her membership of the Association be financially liable to or on behalf of the Association except for payment of the Annual Subscription nor shall the Association be liable for any act or matter or thing done for or on behalf of the Association by a member (whether or not a member of the Committee).

11.2 The Association shall not borrow money.

11.3 All monies belonging to the Association shall be paid into a bank as agreed from time to time.

11.4 The Committee shall keep proper accounting records and shall regulate the signing of cheques, to be signed by two officers.

11.5 Accounts shall be prepared annually for an accounting period ending 31st December. The committee will appoint a qualified accountant, independent of the committee, to audit and comment upon the accounting records, prior to submission to the AGM.

11.6 The Association is empowered to raise funds by receiving subscriptions, donations and gifts.

11.7 The property and funds of the Association shall be held by the Committee as trustees for the membership. The funds of the Association shall be administered by the Treasurer under the supervision of the Committee.

11.8 Expenditure by a Committee member on behalf of the Association shall not exceed £500.00 between any two consecutive Committee Meetings without the prior approval of the Committee. If the expenditure for an item/service is likely to exceed £1000 it will require approval by a show of hands vote at any properly convened General Meeting.

11.9 The Committee shall not commit the Association to more expenditure than its current assets.

11.10 Members or officers shall not receive any payment from the Association funds except for materials supplied to the Association or for expenses properly incurred on the Association's behalf. The Committee must sanction any such payment.

11.11 Money or property of the Association or any gain arising from the activities of the Association shall not be applied other than for the benefit of the Association or for causes whose objectives are similar to those of the Association.

11.12 All financial records will be kept by the Treasurer. These papers will be available for scrutiny by any member giving seven days' prior notice in writing to the Association.

11.13 The committee may recommend to the membership at any General Meeting that an honorarium payment may be made to any member who has possibly suffered loss to their own business to assist the association's progress in lieu of their own.

12. Indemnity

Written and oral advice from the Association shall be given in good faith but no responsibility whatsoever shall be accepted by the Association or its officers or members for the accuracy of its advice nor shall the Association or individual members be held liable for the consequences of reliance upon such advice. The Committee will in any event ensure that it has proper and sufficient Indemnity Insurance in place to protect the actions of its officers and elected members.

13. Changes to the Constitution

Changes to the Constitution shall only come into effect if:

- They are approved by not less than two thirds of members present at any duly constituted AGM or other General Meeting of the Association;
- At least 14 clear days written notice has been given of the meeting;
- The notice must contain details of the proposed alteration(s).
- Changes in the constitution may not be approved by written resolution.

14. Dissolution of the Association

14.1 The Association shall be dissolved if at a General Meeting a resolution for dissolution of the Association obtains two thirds of the votes cast. Twenty-eight clear days written notice shall be given of any such proposal. Resolution to dissolve the Association may not be approved by written resolution.

14.2 If after the dissolution of the Association, there remains after the satisfaction of all debts and liabilities any property whatsoever, then it shall be equally distributed amongst the members of the Association who have held membership for a full twelve months prior.

15. General

Any dispute which may arise from the interpretation of these rules may be determined by the Chairman, whose ruling may be challenged by any two members acting as 'proposer' and 'seconder', according to the rules of debate.