

## **Guide to membership and Members' meetings**

At the Quarterly Members' meeting held on 22 July 2021 the following resolution was passed:

'That for a period beginning 1 month from the date that the affiliation payment is received until 1 April in the following year the person in respect of whom the payment is made is to be admitted as a voting but affiliation paying member of the BHRC'

A member may at any time withdraw from the Association by giving at least 7 clear days notice. Membership isn't transferrable and ceases on death. (clause 4 of the BHRC Articles of Association 'The Constitution')

Membership may be terminated by the passing of a Special Resolution. (requires the approval of 75% of the membership) (clause 4)

Accidental omission of notice of a meeting to one or more members doesn't invalidate the meeting. (clause 10)

A vote by anonymous poll instead of by the show of hands may be requested by the chairman, or by at least 2 members. (clause 16)

Voting at any members' meeting may be done in person or by the return of a voting slip. (clause 25)

### **Procedure for convening Quarterly members' meetings**

14 clear days notice must be given. (clause 9)

A request for agenda items should be published in good time for the agenda to be circulated with notice of the meeting. Resolutions proposed at a meeting will be voted upon at the next quarterly members' meeting, or at an EGM convened for that purpose specifically, if the resolution needs to be considered urgently. (recommendation only)

### **Procedure for convening the AGM and business at an AGM**

21 clear days notice must be given (clause 9)

Only the consideration of the accounts, appointment of accountants and fixing their fees, the reports of the directors, and the election of members of the board of directors in place of those retiring may be considered ordinary business at an AGM. (clause 11)

Therefore the appointment of additional directors should take place at the next available quarterly meeting or it will require a Special Resolution (approval of 75% of the membership). The members may appoint additional directors at any time. (clause 28)

At the AGM the members of the board must retire as follows: (clause 36)

the chairman and vice chairman;  
the longest serving 1/3 of the board of directors;  
the longest serving 1/2 of the regional stewards.

Retiring officials are eligible for re-election (clause 36)

### **Procedure for convening at Extraordinary General Meeting (EGM)**

Unless convened by the board an EGM must be requested by at least 10% of the membership, it may only deal with specified business which must be contained within the request, that business must not be defamatory, frivolous or vexatious. (s.303 Companies Act 2006)

21 clear days notice must be given. (clause 9)

An EGM is necessary to pass any Special Resolution (clause 9)