

ARTICLES OF CONSTITUTION



Registered Charity No. 1000995

HAMPSHIRE BEEKEEPERS' ASSOCIATION ARTICLES OF CONSTITUTION

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NAME

1) The name of the Association shall be HAMPSHIRE BEEKEEPERS' ASSOCIATION (hereinafter referred to as HBA).

OBJECT

2) To promote and further the craft of beekeeping in Hampshire and the education of the public therein.

MEMBERSHIP

3) Membership of the Association shall, subject to provisions hereinafter contained, be open to the following:

a) As Corporate Member Associations (hereinafter referred to as CMA)

- i) Area Associations of beekeepers in any part of Hampshire;
- ii) Specialist Associations, being any Association engaged or organising special sections of the craft of beekeeping or special matters ancillary thereto.

b) Registered Members

Adult beekeeping individuals who are interested in furthering the Object of the Association, for whom a membership fee has been paid to their CMA and in respect of whom a capitation is subsequently paid to HBA and for whom a contact name and address has been supplied to HBA that will be forwarded to BBKA for inclusion as an appropriate member of BBKA.

c) Partner Members

Adult beekeeping individuals, living at the same address as a registered member, who are interested in furthering the Object of the Association, for whom a membership fee has been paid to their CMA and in respect of whom a capitation is subsequently paid to HBA and for whom a contact name and address has been supplied to HBA that will be forwarded to BBKA for inclusion as an appropriate member of BBKA

d) Country Members

Adult individuals, not keeping bees, who are interested in furthering the Object of the Association, for whom a membership fee has been paid to their CMA and in respect of whom a capitation is subsequently paid to HBA and for whom a contact name and address has been supplied to HBA that will be forwarded to BBKA for inclusion as an appropriate member of BBKA

e) Junior Members

Individuals under the age of 18 at the end of their CMA's year end, who keep no more than 2 hives, under the guidance of a Registered or Partner member, who are interested in furthering the Object of the Association, for whom a membership fee has been paid to their CMA and in respect of whom a capitation is subsequently paid to HBA and for whom a contact name and address has been supplied

HBA Membership Classes Benefits							
fit	Bene-	ACM Pow-ers	Hand Book	Officer In-demnity In-surance	3rd party Public Liabil-ity and Prod-uct Insurance	Bee Talk BBKA News & other direct communi-cations	Events & Advice
Class of Membership							
Corporate Member As-sociation	A, V, P, S		✓	✓†	✓†	✗	✗
Registered Member	A, S		✓	✗	✓*	✓	✓
Partner Member	A, S		✗	✗	✓*	✗	✓
Country Member	A, S		✗	✗	✗	✓	✓
Junior Membership	A, S		✓	✗	✓ ¹	✓	✓
Honorary Member	A, S		✓	✗	✓	✓	✓
Specialist Association	A, P, S		✓	✗	✗	✓‡	✓

Notes:
 Under ACM Powers: A - The right to attend
 V - The right to Vote
 P - The right to submit proposals for consideration by the delegates
 S - The right to speak.

* Registered & Partner Members Insurance cover begins as soon as they have paid their local association and have received a receipt for their subscription; all other benefits for Registered, Partner and Country Members begin when their registration details are received.
 †CMA Insurance cover begins 6 weeks after first joining or after a lapse in membership is covered by BBKA insurance.
 ‡ Only communications from HBA not BBKA
 1 As notified by BBKA in BBKA News August 2007, p16 the parent or guardian is covered in the case of an insurable incident arising. "...it is up to the parents to ensure that they are only undertaking activities that they are qualified to do, and in general terms, juniors should be appropriately trained before handling bees on their own"

to HBA that will be forwarded to BBKA for inclusion as an appropriate member of BBKA

f) As Honorary Members

Any persons upon whom the Association shall desire to confer the honour of membership without subscription.

The membership class of BBKA that each member is registered for, will be the class that the Executive Committee considers most appropriate for this HBA class of membership after taking policy guidance from the Council of Delegates and changes will be notified to CMAs after the first meeting of the EC after the ACM.

The membership year shall commence 1st April. Benefits of each class are shown in Appendix A.

CONDITIONS OF MEMBERSHIP

4) It shall be a condition of membership that each applicant shall, except in the case of existing members of HBA, be elected in accordance with the following provisions:

a) Corporate Member Associations

Applications for membership shall be made in writing to HBA and shall be accompanied by such information relating to the Constitution and activities of the applicant as HBA shall from time to time prescribe. In order to qualify for Corporate Membership, the applicant must be a bona fide Association of beekeepers whose written Constitution, Rules and Regulations and conduct are in all respects acceptable to HBA. Each application will be considered by the Executive Committee which will add its recommendations, the application then being placed before the Council which may:

- i) Elect the applicant to Corporate membership; or
- ii) Defer consideration of the application until the next Council meeting; or
- iii) Reject the application.

The Council shall not be bound to assign any reason for deferring or rejecting any application. Existing Corporate Member Associations of HBA shall, as from the adoption of this Constitution, automatically become Corporate Members.

iv) Registered, Partner, Country and Junior Members

For this purpose no person shall be regarded as a Registered, Partner, Country or Junior Member unless a capitation shall be payable to HBA in respect of such person.

c) Honorary Members

The Council may from time to time recommend the appointment of any person as an Honorary Member. Such recommendations may be acted upon by the Annual Council Meeting in the same manner as shall apply to applications for Corporate Membership as set out in article 4a above.

TERMINATION OF MEMBERSHIP

5) Any CMA may terminate its membership of HBA by giving written notice to the Honorary Secretary.

- 6) Any Council Meeting, after three months notice has been given to the CMA concerned, may, by resolution passed by an affirmative vote of two-thirds of its members present and voting, forthwith terminate the membership of any CMA that is twelve months or more in arrears with the payment of its fees to HBA.
- 7) If at any time the Council Meeting shall be of the opinion that the lawful interests of HBA so require, it shall have power to terminate the membership of any CMA of HBA, providing that it shall not exercise such power unless:

- a) at least six weeks notice in writing is given to the Member Association informing it of the Council Meeting at which such termination is to be proposed, and the grounds for such proposal; and

- b) the Member Association is allowed to present its case either in writing or by sending two representatives to the meetings; and

- c) a two-thirds majority of the members of the Council Meeting present and voting in favour of the termination.

MEETINGS OF COUNCIL

- 8) The quorum of any council meeting shall be delegates from at least 5 CMAs.
 - a) Function
The Council of Delegates appointed as hereinafter provided shall control the policy of HBA in accordance with the provision of these Articles, and shall be convened once a quarter and at such times as may be required.
 - b) Special Council Meetings
The Executive Committee may at any time, and shall within twenty-one days of receiving a request to do so from not less than three CMAs giving reasons for the request, call a Special Council Meeting of which at least fourteen days notice shall be given. The notice of the Meeting shall contain notice of the matters to be discussed and the terms of any motion which it is intended to move. The business to be transacted shall be confined to that which the Meeting was called.

VOTING AT COUNCIL MEETINGS

- 9) Voting on any resolutions before the Council Meeting shall be by a show of hands and, except where these Articles otherwise provide, a resolution shall be carried by a simple majority of Delegates present at the Meeting. The Chairman shall have one vote only.

APPOINTMENT OF DELEGATES

- 10)
 - a) Each CMA may appoint and send one Delegate for every twenty Registered, Partner, Country or Junior members, or part thereof, and their names shall be advised to the Secretary of the Association prior to the first meeting of the Council at which such Delegates may attend.
 - b) Each Specialist Member Association may appoint and send one Delegate to every Council Meeting, and his name shall be advised to the Secretary.

TRADE

- 30) No trade or other activity shall be carried on by or on behalf of HBA except in such a way that any profit will be entitled, by virtue of Sections 448 as amended or 452 of the Income Tax Act 1952, to exemption from income tax under Schedule D or subsequent relevant act.

AFFILIATION

- 31) HBA shall have power to accept affiliation by or affiliate to any independent self-governing organisation ineligible for membership of HBA. The Council shall determine the conditions and terms of such affiliation.

 These Articles of Constitution were approved at a Council Meeting held on:
 3rd October, 2007

refund any capitation fee in respect of the remainder of a membership year in which a deletion occurs for whatever cause

WINDING UP

26) A proposal for the winding up of HBA shall be considered at a Special Council Meeting, and to be effective must be carried by a majority of two-thirds of those present and voting. If upon the winding up or dissolution of HBA there remains after settlement of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed among the members of HBA, but shall be given or transferred to some other institution or institutions having Objects similar to the Object of HBA.

ALTERATIONS TO THE CONSTITUTION

27) Any alteration to this Constitution shall receive the assent of not less than two-thirds of the full membership of the Association for the time being whether individual or representative present and voting at a meeting specially called for the purpose PROVIDED THAT notice of any such alteration shall have been received by the Honorary Secretary in writing not less than twenty-one clear days before the meeting at which the alteration is to be proposed. At least fourteen clear days' notice in writing of such a meeting, setting forth the terms of the alteration, shall be sent by the Honorary Secretary to each member of the Association PROVIDED THAT no alteration shall be made which would have the effect of causing the Association to cease to be a Charity at law.

INDEMNITY

28) No Trustee shall be liable for any loss to the property of the Association arising by reasons of any improper investment made in good faith (so long as he shall have sought professional advice before making such investment) or for the negligence or fraud of any agent employed by him or by any other Trustee hereof in good faith (provided reasonable supervision shall have been exercised) or by reason of any mistake or omission made in good faith by any Trustee hereof or by reason of any other matter or thing other than wilful and individual fraud or wrongdoing omission on the part of the Trustee who is sought to be made liable.

HOLDING TRUSTEES

29) The Annual Council Meeting shall appoint the Honorary Secretary for the time being and the Honorary Treasurer for the time being to act as Holding Trustees (hereinafter called "the Trustees") to hold any property, real or personal, stocks, shares, securities and monies of HBA or for any particular fund on behalf of HBA. The Executive Committee may deal with the said investments as if they were the sole beneficial owners thereof and may from time to time direct the Trustees to sell, vary and dispose such investments and property. The Trustees shall in all respects act as required by the Executive Committee, and a copy of the Minute of the Executive Committee signed by the Chairman presiding over the meeting at which the minuted resolution is accepted shall be conclusive evidence of its decision and sufficient authority and discharge for the Trustees to act in accordance with the directions contained in the same resolution. The Trustees so appointed shall hold office until the next Annual Council Meeting. The Executive Committee shall have powers to fill a vacancy in either office until the next Annual Council Meeting.

SUSPENSION OF DELEGATES

11)

a) It shall be lawful for any Council Meeting without previous notice, by resolution passed by an affirmative vote of two-thirds of the members present and voting, to suspend any person present guilty of disorderly conduct from taking further part in the proceedings of that meeting.

b) The Annual Council Meeting may without previous notice, by resolution passed by an affirmative vote of two-thirds of the members present and voting, suspend the Delegate(s) of any CMA which has not paid in full the capitation fees to HBA due on the immediately preceding 15th April or 15th September as per clause 22, and such Delegates shall be debarred from taking part or further part in the Annual Council Meeting or subsequent Council Meetings. When the arrears have been fully discharged, the suspended Delegate(s) shall immediately have full rights restored without further action by the Council.

ANNUAL COUNCIL MEETING

12) Convening of Meetings

The Annual Council Meeting shall be held once in every calendar year, but not less than twenty-eight days after the report and accounts have been distributed to the CMAs. At least twenty-one days notice of the Annual Council Meeting, together with the Agenda, shall be given to Secretaries and Delegates of Corporate Member Associations.

PROCEEDINGS OF THE ANNUAL COUNCIL MEETING

13) The business of the Annual Council Meeting shall be to consider the report of the previous year's work and the accounts of the various funds of HBA, to be followed by the election of the Officers for the ensuing year. Any member of a CMA shall be entitled to attend the Annual Council Meeting and shall be eligible to speak to a motion, but only officers and Delegates shall be entitled to a vote.

EXECUTIVE COMMITTEE

14) Management

The management of HBA shall be vested in an Executive Committee comprising the Honorary Secretary, Honorary Treasurer and twelve members (these twelve members to be hereinafter called the "elected members") all of whom must be Registered, Partner or Country members of HBA.

15)

a) Elected Members of the Executive Committee
CMAs shall be entitled to nominate candidates for the Executive Committee. Nomination of candidates for election must be sent to the Honorary Secretary of HBA at least six weeks before the election takes place.

b) Election

Election shall be by ballot at a Council Meeting (normally the Annual Council Meeting), each Delegate to have a single vote for each vacancy.

TENURE OF OFFICE

16) Elected Officers of the Executive Committee shall hold office for one year, and shall be eligible for re-election. The Executive shall have power to fill casual vacancies

and to invite any persons to attend specific meetings in an advisory capacity. Such invited persons shall have no voting rights.

CALLING AND CONDUCT OF MEETINGS OF THE EXECUTIVE COMMITTEE

- 17) The Executive Committee shall meet quarterly between Council Meetings and on other occasions as required. Each member of the Executive Committee shall receive at least seven days notice of the date of any meeting. The Quorum for the Executive Committee shall be five elected members. All members of the Executive Committee present, except the Honorary Secretary and Honorary Treasurer, shall be entitled to vote on any motion. The Chairman shall have one vote only.

SUB-COMMITTEES

- 18) The Executive Committee shall have power to appoint Sub-Committees and to determine their powers and terms of reference. All acts and proceedings of such special or standing committees shall be reported back to the Committee as soon as possible.

NO CONFIDENCE MOTION

- 19) If a motion of "no confidence" in the Executive Committee is carried by a Council Meeting the whole Executive Committee, with the exception of the Honorary Secretary and the Honorary Treasurer, shall resign at the end of the meeting and a new Executive Committee shall be elected as provided in Article 15a). Nothing in the foregoing sentence shall prevent the election of members of the old Executive Committee to the new Executive Committee.

OFFICERS OF THE ASSOCIATION

- 20) **President**
The President shall be elected each year by the Annual Council Meeting. The retiring President shall be eligible for re-election. Vice-Presidents may be elected.
Chairman
The Chairman and Vice-Chairman shall be elected annually by the new Executive Committee at its first meeting from among its members. The retiring Chairman and Vice-Chairman shall be eligible for re-election to either office. The Chairman shall normally take the Chair at all meetings of HBA.

Honorary Secretary and Honorary Treasurer
The Honorary Secretary and Honorary Treasurer, who shall also act as the Holding Trustees of HBA, shall be elected each year at the Annual Council Meeting. Having no other rights, these officers cannot be Delegates. The Executive Committee shall have powers to fill a vacancy in either office until the next Annual Council Meeting.

Honorary Librarian and Honorary Assistant Librarian
These officers shall be elected by the Council Delegates at the Annual Council Meeting. The Executive Committee shall have powers to fill a vacancy in either office until the next Annual Council Meeting.

Auditors
The Auditor(s) shall be appointed by the Annual Council Meeting. The Executive shall have power to fill a casual vacancy in the office of Auditor until the next Annual Council Meeting.

FINANCIAL YEAR

- 21) The financial year shall end on 31 December in each year until otherwise decided by the Annual Council Meeting.

MEMBERSHIP FEE

- 22) a) Each CMA shall pay to the HBA each year a total sum equal to the product of the number of Registered Members, Partners Members, Country Members and Junior Members declared by the said CMA on the due date and the relevant capitation fee per class as determined by HBA according to the terms of this Constitution. Each CMA shall pay all capitation fees to HBA by 15th April each year. The capitation fee is payable in respect of all members of the CMA registering for classes 3b to 3e on 1st April. The respective capitation fees for each class shall be fixed at the preceding May Council of Delegates. For members joining CMAs from 2nd April up to and including 1st September, a top up capitation is due by 15th September equal to the product of the new members in each class and the relevant capitation fee per class as above. No Capitation is due for members joining CMAs after 1st September but shall be payable for the subsequent membership year as above.
- b) Alteration of fees - any proposed resolution for the alteration in the fees payable to HBA shall be notified by the Executive Committee to Corporate Member Associations at the quarterly February Council Meeting of Delegates. If passed at the May Meeting, the agreed alteration shall have effect from the following HBA financial year.
- c) Each Specialist Member Association shall pay to HBA annually in advance on the following 1 April such fee as may be fixed by the Council at its May Meeting.
- 23) The Executive Committee shall have prepared an Annual Report together with audited accounts and balance sheet made up to the end of the financial year. These shall be sent to all members as described in Articles 3a and 3f.

USE OF RESOURCES

- 24) The income and property of HBA shall be applied solely towards the realisation of the Object of HBA.

RETURNS OF MEMBERSHIP BY MEMBER ASSOCIATIONS

- 25) a) Each CMA shall send to HBA annually before 15th April a complete list of the names, as at 1st April, of Registered Members, Partner Members, Country Members and Junior Members, their contact addresses, and may additionally send any other information that the member concerned gives permission for HBA to hold and pass on to BBKA. The list must be on the forms provided by HBA to the CMA's designated officer (Secretary, Treasurer or Membership Secretary)
- b) Additions, amendments and deletions to the Register of members occurring after the 1st April should be sent to the HBA as soon as the details are available, but must in any case be submitted on or before the date returns are due, namely 15th September for members as at 1st September. This information will be taken as proof of Membership of HBA and the BBKA for the supply by BBKA of a membership card and the delivery of newsletters and other communications. HBA will not