

CONSTITUTION of the Hounslow-Ramallah Twinning Association

For approval at the Inaugural General Meeting, 15th February 2010.

1. Name

The Association shall be called the **Hounslow-Ramallah Twinning Association** (hereinafter referred to as “the Association”).

2. Aims

2.1 To promote and foster the development of friendship and understanding between the people of the London Borough of Hounslow (“Hounslow”) and the people of Ramallah and al-Bireh (“Ramallah”).

2.2 To encourage links between individuals and groups in Hounslow and Ramallah, and by doing so to broaden mutual understanding between people of all ages through educational programmes and cultural and recreational exchanges.

2.3 To organise fund-raising activities to foster the aims of the Association.

2.4 To promote and encourage twinning projects between Hounslow and Ramallah, particularly of an educational and cultural nature.

2.5 To endeavour to ensure that at least one twinning project goes ahead each year.

3. Membership

3.1 Membership of the Association shall be open to all persons or organisations interested in promoting the aims of twinning between Hounslow and Ramallah. There shall be two categories of membership - individual membership and corporate membership (entitling not more than two members of the organisation to the rights conferred on individual members).

3.2 All members shall pay such annual subscription as shall be fixed from time-to-time by the twinning committee. The annual subscription for the succeeding year will fall due at the beginning of the Association’s financial year. Any member whose subscription is three months in arrears shall automatically cease to be a member of the Association.

4. Committee

4.1 The affairs of the Association shall be administered by a twinning committee (“the Committee”). The Committee shall consist of a minimum of 7 and a maximum of 15 members, elected from amongst the members of the Association at each Annual General Meeting (or the Inaugural General Meeting), plus the Mayor of Hounslow and the Palestinian Ambassador who shall be invited to serve as (joint) Honorary President of the Association during their respective terms of office. In addition to the Committee members above, up to four elected members (Councillors) of the London Borough of Hounslow may be accepted as members of the Committee.

4.2 Subject to the terms of this constitution, the Committee shall have full authority to take any action which it considers desirable to further the objects of the Association. The Committee shall also have power to withdraw membership from any member of the Association. Any proposal to withdraw membership shall be dealt with at a Special Meeting of the Committee called for that purpose and a Notice calling the meeting shall specify the name of the member concerned. That member shall have the right to be heard at the meeting and any motion to withdraw membership shall only be effective if there is a two-thirds majority of those present and voting at the meeting in favour of the motion.

4.3 Nominations for membership of the Committee shall be made in writing at least 14 days before the Annual General Meeting in each year (or at the Inaugural General Meeting). The nominee shall require to consent to the nomination verbally or in writing before election. In the event of there being no more nominations than there are vacancies, all of the nominees shall be declared duly elected. In the event of there being more nominations than vacancies, the members of the Committee shall be elected by a simple show of hands at the meeting.

4.4 Members of the Committee shall take office at the end of the meeting at which they are elected and shall hold office until the end of the Annual General Meeting next succeeding including any adjournment thereof. They shall be eligible for re-election.

4.5 The Committee shall elect from its members a Chair, Vice-Chair, Secretary, Treasurer and such other office-bearers as it may, in its discretion, consider necessary or desirable. Any two of these offices may, in the discretion of the Committee, be combined. The Committee shall be entitled to delegate to such office-bearers such powers as it may deem appropriate.

4.6 The Committee shall also be entitled to co-opt to the membership of the Committee such persons from the membership of the Association as it considers desirable, so long as the maximum number of members permitted on the Committee is not exceeded. Any member so appointed shall hold office until the end of the Annual General Meeting next succeeding including any adjournment thereof and shall be eligible for re-election.

4.7 The Committee shall have power to appoint, from the membership of the Association, such sub-committees as they may from time-to-time decide, and to determine the powers, composition and terms of reference of any such sub-committee. Members of the sub-committees shall hold office until the end of the next Annual General Meeting and they shall be eligible for re-election.

4.8 The quorum of the Committee shall be four members, and for meetings of any sub-committee shall be three members.

4.9 The Chair of the Committee, the Secretary and the Treasurer shall be *ex officio* members of all sub-committees.

5. Meetings

5.1 The Annual General Meeting of the Association shall be held each year in the month of October on a date to be fixed by the Committee. The Secretary shall, at least 21 days prior to such date, issue to all members notice of such meeting specifying the date, time and place and the items of business to be placed before the meeting. At the Annual General Meeting the Committee shall submit a report of the activities of the Association and the audited accounts

for the preceding year.

5.2 An Extraordinary General Meeting shall be called by the Secretary on the instruction of the Committee or on a requisition to that effect signed by not fewer than nine members of the Association and specifying the matter or matters to be considered at such a meeting. An Extraordinary General Meeting of the Association shall take place within 28 days of such an instruction being given or such requisition being made and shall be called on not less than 21 days' notice in writing which notice shall specify the matters to be discussed at the Extraordinary General Meeting.

5.3 Meetings of the Committee shall be held on such dates as may from time-to-time be approved by the Committee or by the Chair. The Secretary shall give all members of the Committee not less than seven clear days' notice in writing of the date, time and place of the meeting and of the items of business to be considered.

5.4 The Chair at any General Meeting of the Association or the Committee shall be taken by the Chair of the Association, whom failing by the Vice-Chair, whom failing by such other member of the Committee as may be elected by the members present at the meeting.

5.5 In the event of an equality of votes at any meeting the Chair of the meeting shall have a casting vote as well as a deliberative vote.

5.6 The Secretary shall ensure that minutes are kept of all the General Meetings and Committee and sub-committee meetings of the Association.

6. Finance

6.1 All monies received on behalf of the Association shall be kept in safe custody by the Treasurer, and all cheques drawn on the Association's account shall be signed by any two of the Chair, Treasurer or Secretary.

6.2 The financial year of the Association shall be from 1st April to 31st March.

6.3 The Treasurer shall keep proper financial accounts of the finances of the Association and shall at the Annual General Meeting submit audited accounts for the financial year.

6.4 An auditor shall be appointed each year at the Annual General Meeting.

6.5 The Treasurer shall open such account or accounts with a bank or banks approved by the Committee as the Committee may consider necessary or desirable.

6.6 Surplus funds from time-to-time may be invested by the Committee at their discretion.

6.7 The Committee shall have no power to borrow money or to incur a bank overdraft without the authority of the Association in General Meeting.

7. Voting

7.1 Only members present at a meeting shall be entitled to vote.

7.2 Each individual member shall be entitled to one vote.

7.3 A member of the Committee or a sub-committee shall be entitled to vote only if he/she is also a member of the Association.

8. Amendment of the Constitution

A General Meeting of the Association shall have power to amend this Constitution provided that the nature of the amendment is specified in a notice to all members setting out the date, time and place of the meeting, and issued not less than 21 days prior to such date, and that the amendment is approved by a majority of not less than two thirds of the votes recorded by members present at the meeting.

9. Dissolution of the Association

9.1 A General Meeting of the Association shall have power to dissolve the Association provided that the proposal to dissolve is specified in a notice to all members setting out the date, time and place of the meeting and issued not less than 21 days prior to that date and that the dissolution is approved by a majority of not less than two thirds of the votes recorded at the meeting, provided that there shall be a minimum of recorded votes of not less than two thirds of all the members of the Association at that time. A proposal to dissolve the Association shall be submitted to a General Meeting only on a motion by the Committee or in pursuance of a requisition submitted to the Secretary signed by not fewer than 11 members or by two thirds of the existing members of the Association, whichever shall be the lesser. Members who are unable to attend such a meeting shall be entitled to record their votes by notice, bearing the name and address of and signed by the member, posted or delivered to the Secretary so as to reach him not later than the time of commencement of the meeting as specified in the notice calling the same.

9.2 If the motion to dissolve the Association is successful the whole funds and assets of the Association, after settlement of outstanding obligations, shall be disposed of by the Committee in the spirit of this Constitution.

15th February 2010, approved.

7th October 2011, amended.