Huntingdon & Godmanchester Twinning Association

HUNTINGDON & GODMANCHESTER TWINNING ASSOCIATION CONSTITUTION

1 Name

The name of the Association shall be "Huntingdon and Godmanchester Twinning Association."

2 Objectives

The Association is a non-political, non-profit-making voluntary organisation. Its main objectives shall be to further the good relationships between the Towns of Huntingdon and Godmanchester and:

(a) the Town of Salon de Provence, France, in accordance with the terms of the Charter signed by all parties on 13th July 1974 and 26th October 1974.
(b) the Town of Wertheim am Main, Germany, in accordance with the terms of the Charter signed by all parties on 4th and 25th April 1981.
(c) the Town of Szentendre, Hungary, in accordance with the terms of the Charter signed by all parties on 18th May and 18th August 1996.
(d) the Town of Gubbio, Italy, in accordance with the terms of the Charter signed by all parties on 6th April and 20th April 2013.

The secondary objective of the Association shall be to make its experience and expertise available to Huntingdon and Godmanchester Town Councils at any time that it may be required in their dealings with the Towns of Salon, Wertheim, Szentendre or Gubbio. Consultation must also be undertaken between the 3 parties prior to any proposed expansion of the twinning network.

3 Furtherance of the Objectives

In furtherance of the above objectives, the Association, through its Executive Committee, shall have the following powers:

(a) To encourage educational, cultural, and economic exchanges and visits by individuals or groups to and from any Town which is linked with Huntingdon and Godmanchester.
(b) To raise funds and invite contributions from any appropriate individual or group, by way of contributions or subscriptions or otherwise, provided that the Association shall not undertake any permanent trading activities in raising funds for its objectives.

4 Membership

(a) Membership of the Association shall be open to all those interested as individuals, Organisations, or Businesses in furtherance of the objectives of the Association.
Joining fees and annual subscriptions shall be levied at a rate decided by a majority at the Annual General Meeting. Membership fees are due annually on 1 April. Any member failing to have renewed their Membership by 31 July of that year shall be deemed to have lapsed but may, at the discretion of the Executive Committee, be reinstated on receipt of payment.

(b) If the conduct or action of any member shall, in the opinion of the Executive Committee, be injurious to, or inconsistent with, the character, interests or objectives of the Association, the Executive Committee may request such member to resign, but only after granting such member a hearing. If such a member does not tender his or her resignation in writing within one month from the date of such a request being made in writing, such member shall be liable to expulsion by the committee.

5 Governance

(a) The Honorary Presidents (Ex-Officio) of the Association shall be the incumbent Mayors of Huntingdon and Godmanchester. The Town Mayors should not hold any other Office or Committee Membership during their term as Town Mayor.

(b) The Officers of the Association shall be the

- Chair
- Deputy Chair
- Secretary
- Treasurer

(c) The Executive Committee shall be the body with operational responsibility for running the Association. The members of the Executive Committee shall be:

- Chair
- Deputy Chair
- Treasurer
- Secretary
- Chair of Fundraising & Social Sub-Committee
- Chair of Marketing & PR Sub-Committee
- All four (4) Chairs of the Twinned Town Sub-Committees
- One (1) member with responsibility for Youth Liaison
- One (1) general committee member to be elected by the membership

(d) At any meeting of the Executive Committee a minimum of five (5) members of the Executive Committee, of whom two (2) must be Association Officers, shall constitute a quorum.

(e) The operation of the Executive Committee, and particularly its relations with the town councils, is defined in the HGTA Terms of Reference (ToR) Item 4: Authority and Scope.

(f) In the absence of the Association Chair, either the Deputy Chair, Secretary or Treasurer may chair an Executive Committee meeting.

(g) In the event of a tied vote, the Chair shall have a casting vote.

(h) The Officers and Executive Committee shall be deemed to be Trustees of the Association.

6 Accounts

(a) The Committee shall maintain a four (4) year Budget plan covering all areas of expected income and expenditure – to be prepared annually by the Chairman and the Treasurer.

(b) The accounts of the Association shall be prepared by the Treasurer for each financial year from 1 April to 31 March, and shall be examined by an approved Financial Examiner. Bank accounts, deposit and current as well as Building Society Accounts as deemed necessary by the Executive Committee, shall be maintained in the name of the Association, and all cheques shall be signed by two (2) out of three (3) duly authorised persons.

(c) Credit/Debit Cards as deemed necessary by the Executive Committee, shall be maintained for use by authorised signatories against the Association's accounts. The Treasurer may also make use of online banking facilities where this is the most appropriate method of making payments on the Association's behalf.

(d) All transactions, including any transfer of funds between separate accounts, shall be reported to the Executive Committee at its next meeting, and a record maintained in the Minutes of any decisions regarding expenditure.

7 Eligibility to be an Officer, Sub-Committee Chair or Committee Member

To be eligible as an Officer, Sub-Committee Chair or Executive Committee Member, a member must have paid their subscription up to date.

8 Election of Officers, Executive Committee Members and Sub-Committee Chairs

(a) Officers, Sub-Committee Chairs and Executive Committee Members shall be elected for a period of three (3) years.
(b) They may be re-elected for a second consecutive term.
(c) They may not stand again for the same position for a further three (3) years.

9 Life Membership

At the discretion of the Executive Committee, life membership may be granted to individuals for outstanding service to the ideals of the Association. Two (2) life members may be invited to become (ex officio) Hon. Vice Presidents of the Association.

10 Annual General Meeting

(a) The AGM shall be held as soon as practicable after the end of the financial year (31st March).
(b) The purpose of the AGM shall be:

i. To receive reports from the Chair, Secretary, Membership Secretary, Chair of the Social & Fundraising Sub-Committee, Chair of the Marketing & PR Sub-Committee, Chairs of the four (4) Twin Town Sub-Committees and the Member with responsibility for Youth Liaison on significant activity undertaken during the preceding year. Written copies of such reports must be appended to the Minutes of the AGM.
ii. To receive from the Treasurer a Financial Report, Balance Sheet, and duly examined Statement of Accounts for the preceding financial year, for acceptance by the meeting.
iii. To elect the Officers and Executive Committee as defined in Section 5(c) and in accordance with the criteria for terms of office as detailed in Section 8 above.
iv. To elect members of the various Sub-Committees, in accordance with their agreed Terms of Reference.
v. To appoint an Independent Financial Examiner for the ensuing year.

(c) Notice of the date of the AGM and of the general business to be transacted shall be given in writing to all members not less than thirty-five (35) days before the AGM, in line with Charity Commission guidelines. Specific Matters to be raised at the AGM must be notified in writing to the Secretary not less than fourteen (14) days before the AGM, at which stage the detailed agenda will be issued to all members and both councils.
(d) Nominations for elected posts of the Association may be made by any member of the Association, with the agreement of the nominee, and must be seconded by another member, either before the AGM in writing, or from the floor at the AGM.
(e) If there is only one nomination for a post, election will be by show of hands. Where there is more than one nomination, election will be by ballot at the meeting. In such cases, nominees should be prepared to make a brief statement to the meeting of their suitability for the post.
(f) Only fully paid-up members who are present at the AGM are entitled to vote.

11 Extraordinary General Meetings

(a) The Secretary shall call an Extraordinary General Meeting of the Association on receiving a request in writing stating the object of the meeting, and signed by not less than ten (10) members of the Association. Such a meeting shall be called within twenty-one (21) days of receiving the request,

with fourteen (14) days' notice at least to be given to all members of the Association stating the business of the meeting.
(b) No business, other than that of which notice has been given, shall be brought forward at the Extraordinary General Meeting.

12 Quorum for Annual General and Extraordinary General Meetings

Ten (10) members shall constitute a quorum.

13 Minutes

Minutes shall be kept of all proceedings of the Association's Annual General Meeting, Extraordinary General Meetings and of all Executive Committee Meetings and be circulated to both town councils in their entirety unless this would contravene Data Protection legislation.

14 Property

The Association shall be entitled to acquire by purchase or otherwise, and sell or otherwise dispose of any real or personal property necessary or convenient for the promotion of its objectives. Such real property shall be invested in not less than two (2) Trustees to be appointed by the Association at an Executive Committee Meeting. The personal property of the Association shall be vested in the Executive Committee.

15 Funds

The income and property of the Association howsoever derived shall be applied solely towards promoting the objectives of the Association as set forth above and no portion thereof shall be paid or transferred either directly or indirectly to any member of the Association, except in payment of legitimate and reasonable expenses incurred on behalf of the Association.

16 Policies relating to Health & Safety; Child Protection; and Safeguarding of Vulnerable Adults & Children

The Committee shall be responsible for maintaining such policies in line with legislative requirements and best practice.

17 Amendments to the Constitution

Amendments to this constitution shall require the assent of two thirds of the members present and voting at an Annual General Meeting or an Extraordinary General Meeting. A resolution for the alteration of the Constitution must be received by the Secretary of the Association at least 14 days before the meeting at which the resolution is to be brought forward. At least 14 (fourteen) days' notice of such a meeting must be given by the Secretary to the membership and must include notice of the proposed amendment. This is provided that no amendment is made to the Objectives (Section 2) and the rules regarding Property (Section 14).

19 Dissolution of the Association

The Association may be dissolved by a two thirds majority of members present and voting at an Annual General Meeting or Extraordinary General Meeting, confirmed by a simple majority of members voting at a further EGM held no less than 14 days after the previous meeting. If a motion for dissolution of the Association is proposed at an AGM or EGM, this motion shall be referred to specifically when notice of the second meeting is given. Should the winding-up meeting be inquorate, a second meeting will be called within the time allowed and a simple majority shall suffice regardless of quorum.

20 Disposition of Assets upon Winding up or Dissolution

In the event of winding up or the dissolution of the Association, any remaining assets after all liabilities have been discharged shall not be paid or transferred to any other member or members of the Association, but shall be dispersed between the 2 local Twinned Towns in proportion to their contributions averaged over the previous four (4) years. This provision excludes any balance in the Social Fund, which will be distributed to existing HGTA members.

This is a working document which will be reviewed annually.
This revision drafted by N. Taplin on 27th June 2024 following approval at the AGM on the previous day.