



---

SOUTHAMPTON & FAREHAM  
**CHAMBER**  
OF COMMERCE & INDUSTRY

---

**Memorandum & Articles  
of Association**

Last updated July 2002

Bugle House  
53 Bugle Street  
Southampton  
SO14 2LF

[info@soton-chamber.co.uk](mailto:info@soton-chamber.co.uk) [www.soton-chamber.co.uk](http://www.soton-chamber.co.uk)

*Established 1851*      *Incorporated 1875*  
A company limited by guarantee and registered in England No 9806C

INCORPORATION

OF THE  
SOUTHAMPTON CHAMBER OF COMMERCE  
AND INDUSTRY

MEMORANDUM OF ASSOCIATION

- |                   |  |
|-------------------|--|
| Name              | 1. The name of the Association is<br><b>THE SOUTHAMPTON CHAMBER OF COMMERCE AND INDUSTRY.</b>  |
| Registered Office | 2. The registered office of the Association will be situate in Southampton.  |
| Objects           | 3. The objects for which the Association is established are: The incorporation of the existing Southampton Chamber of Commerce and Industry, originally established in the year 1851, with such modifications as are herein provided, as an Association limited by guarantee under the provisions of 'The Companies Act, 1862' and 'The Companies Act, 1867', for the following purposes:<br><br>^(1) The promotion of Trade, Industry, Commerce, Business and Shipping of the City and Port of Southampton both at home and abroad.<br><br>^(2) The Collection and Dissemination of Statistical and other Information relating to the Interests referred to in 3(1) above.<br><br>^(3) The Promoting, Supporting, or Opposing of Legislative or other Measures affecting the Interests in 3(1) above.<br><br>(4) The undertaking by Arbitration the Settlement of Disputes arising out of Trade.<br><br>^* (5) To purchase take on lease or in exchange hire or otherwise acquire any real or personal property and any rights or privileges which may be deemed necessary or convenient for the promotion of the objects of the Chamber and to construct, maintain and alter any buildings or erections necessary or convenient for the purposes of the Chamber.<br><br>* (6) To sell, let, mortgage, dispose of, or turn to account all or any part of the property or assets of the Chamber as may be thought expedient with a view to the promotion of its objects. |

- \* (7) To borrow or raise money for the purposes of the Chamber on such terms and on such security as may be thought fit.
- \* (8) To invest the moneys of the Chamber not immediately required for its purposes, in or upon such investments, securities or property as may be thought fit provided that moneys subject or representing property subject to the jurisdiction of the Charity Commissioners shall only be invested in such securities and with such sanction (if any) as may for the time being be prescribed by law.
- \* (9) To undertake and execute any trusts which may lawfully be undertaken by the Chamber and may be conducive to its objects.
- ~ (10) To establish and maintain or assist in establishing and maintaining any Pension Fund, Pension Scheme, Sick Fund, Superannuation Fund, or Superannuation Scheme for the benefit of employees, former employees, or their dependants and to provide for the welfare of such employees, former employees, or their dependants by grants of money, pensions or other aid, or otherwise as the Chamber shall think fit.
- # (11) Without limiting any powers which apart from this subparagraph would be implied, the issuing of documents and the giving of guarantees and undertakings in relation to the import and export of goods into and out of the United Kingdom and other countries for any temporary purpose, in accordance with any International Conventions which may from time to time be ratified by Her Majesty's Government.
- ^ (12) The doing of all such other things as may be considered conducive to the extension of the Interests referred to in 3(1) above or incidental to the attainment of the above Objects.

Application  
of Income

- ^ 4. The Income and Property of the Chamber shall be applied solely towards the Promotion of its Objects as set forth in the Memorandum of Association and no portion thereof shall be Paid or Transferred directly or indirectly by way of Dividend Bonus or otherwise howsoever by way of Profit to Members of the Chamber.

Provided that nothing herein shall prevent any Payment of good faith by the Chamber:

- (a) Of reasonable and proper remuneration to any Member, Officer or Servant of the Chamber, for any services rendered to the Chamber.
- (b) Of Interest on money lent by any Member of the Chamber at a rate per annum not exceeding two per cent less than the Minimum Lending Rate prescribed for the time being by the Bank of England or three per cent whichever is the greater.
- (c) Of reasonable and proper rent for premises demised or let by any Member of the Chamber.

Condition of upon which Licensed      ^ 5. If the Chamber acts in contravention of the fourth paragraph of Memorandum, the liability of every Director of the Chamber shall be unlimited, and the liability of every Member of the Chamber who has received any such dividends, bonus, or other profits as aforesaid, shall likewise be unlimited.

Liability of Members the      6. Every Member of the Chamber undertakes to contribute to Assets of the Association, in the event of the same being wound up during the time he is a member, or within one year afterwards, for payment of the debts and liabilities of the Association, contracted before the time at which he ceases to be a Member, and of the costs, charges and expenses or winding-up the same, and for the adjustments of the rights of the contributories amongst themselves, such amount as may be required, not exceeding Five Pounds, or in case of his liability become unlimited such other amount as may be required in pursuance of the last preceding paragraph of this Memorandum.

7. We, the several persons whose Names and Addresses are subscribed are desirous of being formed into an Association in pursuance of this Memorandum of Association.

G. T. HARPER, PRESIDENT, Southampton  
H. G. DUNLOP, VICE-PRESIDENT, Southampton  
T. WALLIS, Southampton  
H. J. BUCHAN, Southampton  
W. HICKMAN, Southampton  
ED. COXWELL, Southampton  
HENRY ABRAHAM, Southampton

Witness to the above Signatures,

J.E. LE FEUVRE, Southampton.  
14th August, 1875

\*Inserted by Special Resolution, 31<sup>st</sup> July, 1957.

~ Inserted by Special Resolution, 28<sup>th</sup> May, 1958.

# Inserted by Special Resolution, 17<sup>th</sup> May, 1967.

^ Inserted by Special Resolution, 27<sup>th</sup> July, 1976.

**SOUTHAMPTON AND FAREHAM  
CHAMBER OF COMMERCE AND INDUSTRY  
ARTICLES OF ASSOCIATION**

1. For the purpose of Registration the number of Members of the Chamber is declared unlimited.
2. These Articles shall be construed with reference to the provisions of The Companies Act 1985 (or any statutory amendment, modification or re-enactment of the same) in so far as they are consistent therewith: and in these Articles references to the Companies Act shall be construed as having the same respective

meanings as they have where used in that Act. Words importing the masculine gender shall include the feminine gender.

3. The Chamber is established for the purposes expressed in the Memorandum of Association.

4. The Chamber shall be styled "The Southampton and Fareham Chamber of Commerce and Industry" and is herein referred to as "The Chamber".

5. Every person, firm, Company or Association desiring membership of the Chamber shall sign a written application for election and, if elected, shall be bound by the Memorandum and Articles of Association and the Bye-Laws of the Chamber. Each such application shall, in the case of a person state his full names, in the case of a firm state the full names of the partners thereof, and in the case of a Company or Association state the full names of the Directors thereof and in all cases shall bear a certificate signed by a Member of the Chamber that the applicant is a fit and proper person, firm, company or Association (as the case may be) to be elected a Member of that Chamber. Each such application shall be placed before the Directors at their next or same subsequent meeting and the majority of Directors then present may admit the applicant as a member. Such admission will, on payment of the appropriate annual subscription in accordance with the provisions of these Articles, constitute membership.

6. Members shall pay an annual subscription at rates to be determined annually by the Directors and notified to each Member upon date of renewal.

7. Annual subscriptions shall be due and payable on the first day of March in every year. New Members shall upon election pay a proportional subscription based upon the number of calendar months between the date of election and the first day of March first following. The Board shall have power to sanction in respect, of any member a lower subscription than that prescribed. Any reduced subscription this sanctions shall operate For one year and thereafter be reviewed by the Board.

8. Unless separate notification is made, the representative or representatives of any member shall be deemed to be the person or

persons named upon the application for membership. Members may, however, send their application or at anytime thereafter a written statement of the names and addresses of any other persons desired to act as representatives. The representatives so nominated shall be subject to the approval of the Board.

9. The Chamber Secretary shall scrutinize all membership application forms for accuracy of completion and shall maintain a record of such applications including a record of representatives, as outlined in Clause 8 above. Representatives so named shall be entitled to attend the Meetings of the Chamber and to vote where appropriate, subject to Clauses hereinafter contained. Where more than one representative has been named by a Member, only one of the named representatives shall be entitled to vote and only one vote per Member is permitted.

10. No Member shall be entitled to vote or exercise any privilege of Membership whose subscription is in arrear for more than one month.

11. The Board of Directors shall have the right by majority vote to terminate any membership.12. Any Member intending to cease subscribing to the Chamber must give written notice to the Secretary at least one month before the first day of the month in which subscriptions become due, otherwise he shall be liable for the subscription for the ensuing year.

13. The Mayor of Southampton, the Mayor of Fareham, the Members of Parliament for the City of Southampton, the Members of the Parliament for the constituency of Fareham, the Eastleigh and New Forest Divisions of the County of Hampshire, the Members of European Parliament for Hampshire, and such other persons as the Chamber may appoint, shall be honorary Members of the Chamber (subject always to their agreement), which shall entitle them to attend meetings, but shall not entitle them to vote or to any other privileges of the Chamber.

14. The Chamber shall be a body corporate by the name contained in the Memorandum of Association, capable forthwith of exercising all the functions of an incorporated Company, having perpetual succession and a Common Seal, and with power to hold mortgages on real property, stocks, funds or guaranteed stock or shares in any

Company incorporated by Act of Parliament and yielding dividend on its original stock. The Chamber may also hold Books, Furniture and other Goods or Chattels, and may at any time upon the authority of the Board of Directors by majority vote, grant, sell, mortgage, exchange or lease for any term and upon such terms; and conditions as they may think fit all or any portion of any Lands or Tenements which have been acquired for the purposes of the Chamber.

## GENERAL MEETINGS

15. There shall be an Annual General Meeting of the Chamber at such time and place as may be determined by the Directors once at least once in every year, and not more than fifteen months shall elapse between the date of one Annual General Meeting and the next. Twenty-one days' notice of the Meeting shall be given by the Chamber Secretary in writing to each Member. Every Member shall have the right to propose matters for consideration at the Annual General Meeting provided that such proposals are sent to the Chamber Secretary at least fourteen days before the Meeting.

16. The accidental omission to give notice of a meeting to or non-receipt of a notice of a meeting by any person entitled to receive notice shall not invalidate the proceedings at that meeting.

17. All other general meetings of the Chamber shall be called Extraordinary General Meetings and may be convened by the Directors, the President, or Vice-President, or, on the requisition of not less than ten Members, by the Director General; and the notice of such Meetings, stating the objects, shall be given at least 14 days previously and no business shall, without the consent of the Meeting, be entered upon at the Meeting other than that stated in the notice.

18. The President, and in his absence, the Vice-President, shall be Chairman of each General Meeting. Should the President and Vice-President be absent, a Chairman shall be appointed from the Members present. Whenever possible, the appointment of a Chairman in these circumstances should be a Chamber Director.

19. An Instrument appointing a proxy shall be in writing, executed by or on behalf of the appointer and shall be in the following form (or in a form as near to and as circumstances allow or in any other form which is usual or which the Directors may approve) :

*"Southampton and Fareham Chamber of Commerce and Industry*

*I/We of*

*being a member/members of the above named Chamber hereby appoint*

*of or failing him*

*of*

*as my/our proxy to vote in my/our name(s) and on my/our behalf at the annual/extraordinary General Meeting of the Chamber to be held on the*

*day of 19 and at any adjournment thereof*

**Signed**

*day of 19.*

20. Where it is desired to afford members an opportunity of instructing the proxy now he shall act the instrument of appointing a proxy shall be in the following form (or a form as near thereto as circumstances allow or in any form which is usual or which the Directors may approve):

*"Southampton and Fareham Chamber of Commerce and Industry*

*I/We of*

*Being a member/members of the above named Chamber hereby appoint*

*of or failing him*

*of*

*as my/our proxy to vote in my/our name(s) and on my/our behalf at the*

*annual/extraordinary General Meeting of the Chamber to be held on the day of 19 and at any adjournment thereof This form is to be used in respect of the resolutions mentioned below*

*follows:*

*Resolution No. 1. For/Against\**

*Resolution No. 2. For/Against\**

*\*strike out whichever is not desired.*

*Unless otherwise instructed the proxy may vote as he thinks fit or abstain from voting*

*Signed*

*This day of 19*

21. The instrument appointing a proxy and any authority under which it is executed or a copy of such authority certified by a Solicitor/Commissioner for Oaths or in some other way approved by the Directors may:

- (a) be deposited at the office or at such other place within the United Kingdom as is specified in the notice convening the meeting or in any Instrument of proxy sent out by the Chamber in relation to the meeting not less than 24 hours before the time for holding the meeting or adjourned meeting at which the person named in the Instrument proposes to vote or
- (b) In the case of a poll taken more than 48 hours after it is demanded be deposited as aforesaid after the Poll has been demanded and not less than 24 hours before the time appointed for the taking of the Poll or
- (c) where the Poll is not taken forthwith but is taken not more than 48 hours after it was demanded be delivered at the meeting at which the Poll was demanded to the Chairman or to the Secretary or to a Director

and any instrument of proxy which is not deposited or delivered in a manner so permitted shall be invalid

22. At such General Meetings, twenty-five Members shall form a quorum, and all questions shall be determined by the majority of the Members or their representatives present and voting thereat, and the Chairman shall have a second or casting vote in addition to his own vote, at all meetings of the Chamber. The votes shall be taken by a show of hands but any 20 Members present shall have the right to demand a Poll at the same shall then be taken by a general ballot of Members. By a show of hands every Member present in person shall have one vote. On a Poll every Member present in person or by proxy shall have one vote. In addition to the right of the Board to terminate any membership under Clause 11 aforesaid, a General Meeting may exclude from Membership any Member who is considered to be undesirable to continue as a Member of the Chamber; such Member having had previous notice that a proposition to exclude him would be made at such General Meeting; and provided that such resolution shall have no effect unless carried by a majority of three-fourths of Members present at such a Meeting.

23. No business shall be transacted at any meeting unless the quorum is present. If such quorum is not present within half an hour from the time appointed for the meeting or if during a meeting such a quorum ceases to be present the meeting shall stand adjourned to the same day in the next week or at the same time and place or to such time and place as the Directors may determine.

24. The Directors may, when and as they think fit, appoint Standing Committees to deal with such business as may be delegated or referred to them. Standing Committee shall report their proceedings to and otherwise act through the Board. Members of the Chamber may recommend to the Board the formation of Standing Committees. The terms of reference of all Standing Committees shall be agreed annually by the Board and each Standing Committee shall appoint its own Chair. By virtue of his appointment, the Director-General shall be a member of all Committees and entitled to vote.

#### BOARD AND DIRECTORS

25.

25. (a) The Board of Directors shall comprise the Director General and not more than 17 members including the Officers of the Chamber (being the President, Vice-President and Honorary Treasurer) and, at the discretion of the Board, the Chair or other nominated representatives from each Standing Committee of the Chamber. The President shall act as Chairman of the Board with the Vice-President acting in his or her stead during any period of absence.

25. (b) The Officers of the Chamber shall be installed at the Annual General Meeting.

25. (c) With the exception of the Director General, the Officers of the Chamber, and the Chair or other nominated representative from each Standing Committee of the Chamber all members of the Board shall hold office for a term of three years commencing with the Annual General Meeting at which they are elected to the Board or, if appointed other than at an Annual General Meeting, following their appointment to the Board.

25. (d) The Director General shall hold the office of director until termination of his employment as Director General of the Chamber.

25. (e) The Officers of the Chamber shall hold the office of director during their term of office when they shall retire but be eligible for re-election subject to Article 25(g).

25. (f) At the discretion of the Board the Chair or other nominated representative from each Standing Committee of the Chamber shall hold the office of director for as long as he/she shall be the Chair or nominated representative of that Committee.

25. (g) With the exception of the Director General no Director may serve more than three consecutive three year terms of office running from 2 July 1997. A member retiring under this Article may seek re-election to the Board after one year out of the office.

25. (h) The Board shall have power to fill by appointment any vacancy until the next Annual General Meeting following such appointment.

25. (i) Other Chambers of Commerce admitted as Affiliates of the Chamber may jointly elect annually one of their number to be a member of the Board subject to the discretion of the Board.

25. (j) At the discretion of the Board, non voting persons may be invited to attend Board meetings where this is considered to be of benefit to the Chamber.

26. (Reserved)

27. At each Annual General Meeting those elected to the Board (with the exception of the President and the Vice President for the ensuing year) who have held office for three years or such shorter period for which they have been appointed, shall retire by rotation. The retiring members shall be eligible for re-election provided that they have attended four or more the the six meetings of the Board during the preceding twelve months ( or shall have been excused therefrom by the Board) and have been duly nominated by the Board respectively or by the members in accordance with article 31. The election of Directors is to take place in the following way:

- (a) The Secretary shall in writing at least 21 days before the Annual General Meeting send to each Member a notice showing (i) those persons who have been properly nominated as Directors (ii) those persons who are eligible for re-election and who have not by notice In writing to the Secretary declared themselves unwilling to stand for re-election.
- (b) Each member attending the Annual General Meeting shall be entitled to vote. Members who are unable to attend the Annual General Meeting may vote by post provided that such postal vote is delivered to the Secretary not later than twelve noon the day before the Meeting. Whether voting in person, by proxy or by post, each Member is entitled to only one vote, regardless of the number of Directors, partners or representatives named on the membership application form.

28. (Reserved)

29. No person shall be elected a Director of the Chamber who has ceased to be actively engaged in business and a Director shall vacate his office at the next Annual General Meeting after he ceases to be so engaged.

30. In the event of any elected director not attending at least four Board meetings in twelve consecutive months, or resigning, dying or becoming insolvent, between the regular periods of annual election, the Directors may, in their absolute discretion, declare the seat vacant, and such vacancy shall, as soon as convenient, be filled by the Directors. Any Member so appointed shall retain his office only until the next Annual General Meeting, when he shall retire but shall be eligible for re-election by the Members.

31. Notwithstanding any other provisions of the Articles at each Annual General Meeting, every Member of the Chamber shall have the right of nominating as many persons for election to the Board as there are vacancies to fill, and such nominations shall be made in writing to the Director General with at least 35 days' notice, and shall be signed by at least two Members and the Nominee. All properly nominated persons and those Directors retiring by rotation shall have their names included on the written notice distributed by the Secretary (Clause 27a) provided that they have not declared themselves unwilling to stand.

32. The Members In General Meeting shall have power to elect Honorary Directors of the Chamber who shall, by virtue of service and not to exceed two at any one time, be entitled to the same privileges as the Ordinary Directors, and who shall not be subject to retirement by rotation or to disqualification for non-attendances at Meetings of the Board. The appointment of Honorary Directors is subject to annual re-election by Members at each Annual General Meeting and to the conditions of Clause 27a and 27b. Directors so appointed may be permitted to remain on the Board, subject to annual re-election. Such elections of Honorary Directors shall be in addition to those ex-officio Honorary Members listed at Clause 13.

33. The Directors shall cause to be kept such books of accounts as are necessary to exhibit and explain the transactions and financial position of the Chamber and to give a true and fair view of the state of its affairs, and In particular proper books of account with respect-to:

- (a) All sums of money received and expended by the Chamber and the matters In respect of which such receipts and expenditure take place.
- (b) The assets and liabilities of the Chamber.
- (c) All sales and purchases of goods by the Chamber.

34. The books of account shall be kept by the Financial Controller at the registered office of the Chamber or at such other place as the Directors shall think fit and shall always be open to inspection by the Directors. The books and accounts of the Chamber shall be open to the inspection of Members of the Chamber also, at all reasonable times during business hours, subject to twenty-four hours notice having been given to the Director-General and to any reasonable restrictions as to the time and manner of inspecting the same that may from time to time be imposed by the Chamber in General Meeting.

35. The Directors shall cause to be prepared and to be laid before the Chamber at each Annual General Meeting such income and expenditure accounts, balance sheets and reports as are required by the Companies Act. A printed copy of every balance sheet (Including every document required by law to be annexed thereto) and of the Directors' and Auditors' reports shall, at least 21 clear days previous to the meeting, be delivered or sent by post to the Auditors and made available to every member of the Chamber.

36. The Directors shall at the Board meeting preceding each Annual General Meeting elect out of their own body a President and a Vice-President for the ensuing year, who shall be Installed in their offices at the subsequent Annual General Meeting.

37. (a) The Directors shall meet at least six times a year and at such meetings five shall form a quorum.

(b) The Board shall appoint such Committees as they may deem necessary, with power to associate with such

Committees any Member or Members of the Chamber, subject to the said Member's consent. The appointment of such Committees shall be in addition to the provision made for Standing Committees contained at Clause 24.

38. Subject to the provisions of the Memorandum of Association and these Articles, the Directors shall have power to take offices for the use of the Chamber, and to appoint a Director-General, and such other officers as may be found necessary for the due conduct of the business of the Chamber, with annual salaries or otherwise; and to appoint their own Meetings, and regulate their own proceedings; to manage and superintend the affairs of the Chamber and act in the name of the Chamber, and for that purpose to order the Seal of the Chamber to be affixed to any Petition of Parliament, Memorial or other Document, and generally to execute all powers and functions of the Chamber not hereby exclusively conferred upon General Meetings of the Chamber. Where appropriate and at the discretion of the Directors, these responsibilities may be delegated to the Director General acting on the Board's behalf.

39. The quorum for the transaction of the business of the Directors shall be five. If the number of Directors is less than the number fixed as the quorum the continuing Directors or Director may act only for the purpose of filling vacancies or for calling a general meeting.

40. If such a quorum is not present within half an hour from the time appointed for the Board Meeting or if during such a Board Meeting such a quorum ceases to be present then the meeting shall stand adjourned until the same day in the next week or the same time and place or to such a time and place as the Directors shall determine.

41. The Directors shall have the power to make, amend or revoke such Bye-Laws for the furtherance of the purposes for which the Chamber is established and for carrying on the business of the Chamber, as they may from time to time consider necessary; provided such amendments, changes and Bye-Laws are not in conflict with the Memorandum of Association or Articles of the Chamber.

42. Current Minutes of the proceedings of the Directors and of the Chamber shall be kept in suitable books, maintained by the Secretary, which shall be open to the inspection of Members of the Chamber at all convenient times.

43. The Chamber may undertake through its Directors the settlement of disputes arising out of commercial transactions, under such regulations as the Directors shall direct by its Bye-Laws.

44. These Articles may be altered by Special Resolution of the Chamber passed according to the provisions of the Companies Act.

45. If upon the winding up or dissolution of the Chamber there remains after the discharge of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the Members of the Chamber. It shall be given or transferred to some other Institution or Institutions having objectives similar to the objectives of the Chamber, or to a charitable Institution or Institutions, as determined by the Members of the Chamber.

## **SOUTHAMPTON CHAMBER OF COMMERCE AND INDUSTRY**

### **BYE-LAWS OF THE DIRECTORS**

#### **SEAL OF THE CHAMBER**

1. The Seal of the Chamber shall be kept in the Chamber under the safe custody of the Secretary and shall be used and certified in the Director-General's presence and of one other Director or the Secretary to the Chamber. The Secretary is to maintain a Register of Seals and each use of the Seal shall be notified to the Board for approval.

#### **SUMMONSES**

2. Notice of all Meetings of the Directors and Committee Members shall be sent to them by the secretary at their residence or usual place of business.

3. In every summons for a special Meeting, the Secretary shall specify the business to be transacted, and no other business shall be entered upon at such Meeting without the consent of the Chairman, but in the summonses for the Monthly Meetings any subject of importance may be covered without precluding the transaction of other business.
4. Where in the opinion of the Directors it is necessary or appropriate to advise every member of the Chamber concerning a forthcoming meeting, election or other matter of general application or interest, the Directors may, at their discretion and subject to the requirements of the Chamber's Articles of Association, cause a notice or notices to be inserted in the "Southern Evening Echo" and/or in such other publication or publications as the Directors may decide, in lieu of sending a summons or notice to each member by post.

#### MODE OF CONDUCTING THE BUSINESS OF THE MEETINGS

5. The Secretary, or in the Secretary's absence, such other person appointed by the Director-General, shall take minutes of the proceedings of every Meeting.
6. At every Monthly Meeting of the Directors, the Minutes of the last Monthly Board Meeting and any intermediate Special Meetings, as well as those of all Committee Meetings which have taken place during the month, shall be read. At each monthly Board Meeting, the Chairman for the time being shall sign the fair copy of the minutes of the previous Board Meeting.
7. Any resolution passed at one Meeting (either Committee or Board) may be substantially altered or revoked at a subsequent one, on a majority vote and subject to the decision being properly recorded in the Minutes, except that resolutions passed by a Committee and subsequently approved by the Board may not be altered or revoked without Board approval.
8. Any Member wishing to propose any subject for consideration, or to express his opinion on any question, shall address the Chairman; and no Member shall be allowed to speak more than once on the same subject, unless in final reply or explanation, without the permission of the Chairman, or to interrupt another speaker, except on a point of order.

#### CHAMBER COMMITTEES

9. The Board shall appoint such Committees as it considers necessary in furtherance of the work and objectives of the Chamber. In addition, Members of the Chamber having a common commercial interest may apply to the Board to form a Committee, provided that such application is

supported by a minimum of six members. The decision as to whether or not such Committees may be formed rests with the Board.

10. Records of Committee membership and meetings are to be maintained by the Chamber Secretary.
11. Committee Members are to serve for one year but are eligible for re-election annually in the month following the Annual General Meeting. Re-election is subject to Board approval. In addition, the Committee shall appoint a Chairman for one year who shall be eligible for re-election as aforesaid and whose appointment shall be subject to Board approval.
12. No resolution of any Committee shall have force as binding unless confirmed by the Chamber Board.