**DEVON LANDLORDS’ ASSOCIATION**

**CONSTITUTION**

1. **NAME**

The name of the association is the Devon Landlords’ Association, hereafter to be known as the ‘Association’, or the DLA.

1. **OBJECTIVES OF THE ASSOCIATION**

In pursuance of its objectives the Association will have particular regard to the following:

* 1. To represent and promote the interests of private and commercial landlords
  2. To provide members with information, advice and guidance on maintaining and improving their businesses
  3. To encourage and promote the provision of high standards of accommodation in accordance with any Code of Practice approved and adopted by the Committee, whilst ensuring that the practices relating to the letting of property comply with legislation as may be altered from time to time
  4. To raise funds in the furtherance of objectives and interests of members of the Association
  5. Pursue such policies as may from time to time become desirable and which are endorsed by the Committee and by a general meeting of members

1. **MEMBERSHIP**
   1. Full membership of the Association will be open to landlords of residential and commercial properties and managing agents of residential and commercial properties, if they have also their own letting portfolio, and who conform to the requirements as defined in the sections below. These individuals will also have paid the annual membership fee. Full members will have access to all the facilities of the Association and have voting rights at any meeting.
   2. Associate membership will be offered to individuals and businesses who provide services which assist member landlords in their delivery of achieving objective 2.3. These individuals and businesses will also have paid the annual membership fee, be able to attend all meetings and have access to designated facilities, but will have no voting rights at meetings.
   3. Any application for full membership shall be subject to the approval of the Committee and will necessitate the acceptance of the Association’s Code of Practice, and upon being accepted, members must pay the annual subscription and any joining fee from time to time in force.
   4. Any application for associate membership shall be subject to vetting and approval by the Committee and will necessitate the acceptance of the Association’s Code of Practice. Upon being accepted associate members must pay the annual subscription and any joining fee from time to time in force.
   5. The Committee may, using its absolute discretion, suspend or withdraw membership if a full or associate member fails to comply with the Constitution of the Association and/or the Code of Practice adopted by the Committee
   6. The membership will run for twelve months from the date of joining
   7. Each full member will have one vote per proposal
   8. Any member may, in writing delegate during the duration of their membership his/her vote to the Chairman for his discretionary use at the AGM or any EGM called but this delegation may be retracted in writing by the member at any time.
   9. Each member shall pay an annual subscription as recommended by the Committee and approved at the AGM
   10. A member of the Association may resign at any time by giving notice to the Committee in writing. No refund of fees will occur
   11. Membership of the Association constitutes acceptance of and compliance with this Constitution and its associated Code of Practice
   12. Membership will cease if the membership fee is not paid within eight weeks of an invoice being mailed. Those defaulting members will be able to re-join upon full payment of the membership fee.
2. **ASSOCIATION MANAGEMENT**
   1. The management of the Association sham be in the hands of the Committee.
   2. The members of the Committee shall be elected by the membership at the Annual General Meeting (AGM) including those voting by proxy, prior postal or electronic means and shall not exceed seven in number.
   3. Membership of the Committee may consist of both full and associate members. Voting rights for associate members is always limited to a maximum of two voting rights.
   4. The Executive Officers of the Association shall be put in place at the first Committee Meeting following the AGM, these to be the offices of Chairman and Treasurer and any other post as is deemed necessary. Holders of these positions are subject to annual renewal and to the continuing confidence of the Committee membership during the lifetime of that Committee. Associate members of the Association may serve on the Committee. A member can be removed from the Committee with the agreement of all the remaining members.
   5. No associate or full member of the Committee who is an estate or letting agent, or has direct or indirect connections with such a business shall hold the post of any Executive Office within the Association.
   6. A quorum of fifty percent plus one is required to be present at any Committee meeting in order to validate decisions. The Chairman will have a casting vote if required.
   7. The Committee can, if it so wishes, appoint by UNANIMOUS vote an independent individual as PATRON of the Association. The Patron’s role will be to chair any meeting where an election of the Chairman of the Association is to be held.
   8. The Committee shall, from time to time, have the power to co-opt Association members to serve in whatever capacity deemed appropriate (see section 4.3 above).
   9. At all times the Committee will maintain a proactive and supportive approach to equality and diversity.
   10. If any Officers of the Committee or any Sub-Committee have a financial interest or in any way may gain material benefit from any item under discussion, they are to declare that interest and are not permitted to participate in any vote related to that issue.
   11. Any Committee member who fails to attend in person, fifty percent of called meetings will be ineligible to stand for the Committee for the next two years.
   12. No member shall serve on the Committee for a continuous period greater than five years with a least a two year break prior to seeking re-election.
3. **FINANCIAL MATTERS**
   1. The financial year shall run for twelve months beginning 06 April.
   2. The Committee will make available financial statements to the membership. These accounts may be examined, when required, by an independent firm of accountants who will then provide, if requested, a report for the membership.
   3. The Association bank account will require the signatures of at least two nominated Executive Officers to draw a cheque. Other Committee members may also be designated as signatories, to deputise in the absence of one of the above.
   4. If it is felt necessary, the Committee may employ staff and pay staff to carry out the duties of the Association.
   5. The Committee is authorised to pay travel and receipted expenses to any Committee member as it sees fit.
4. **MEETINGS** 
   1. Meeting will be or varying types as identified below. For all AGM’s and EGM’s, the forms for notification and proxy will be sent out by post at least two weeks prior to the event. At all meetings other than ‘Speaker Meetings’ proceedings will be conducted according to ‘Robert’s Rules of Order’.
   2. An AGM will be held within six months of the end of the financial year. The purpose of an AGM is to:-
      1. Agree the minutes of the previous AGM
      2. Receive reports on the work and the activities of the Association during the previous twelve months
      3. Receive the Treasurer’s report and a copy of the independent validated accounts for the preceding financial year
      4. Elect the Committee
      5. Decide upon resolutions
      6. Appoint auditors
   3. The quorum at all AGM’s of the Association will be at least twenty percent of the membership. This is to include all members who have voted by proxy, post or by electronic means for the various resolutions presented at the AGM
   4. Suggestions for amendments to the Constitution shall be given to the Committee in writing no less than twenty days prior to the AGM
   5. Voting at the AGM will be determined by a show of membership cars (available at the registration desk on entry) and by a count of the voting returns from proxy, postal or electronic measures all of which will be treated as ‘PROXY’ votes. A non-return of voting papers will not constitute agreement or disagreement with any proposal issued prior to the AGM. Only full members will have an entitlement to vote (one vote per membership per resolution). Decisions will be made on a majority basis.
   6. Proxy votes, other than those previously delegated to the Chairman as per section 3.8 must be received at least seventy-two hours before the meeting. Proxy voting members will count towards the quorum of members present at the AGM or EGM. For a vote to be valid at least twenty percent of the membership must participate in the decision making process. This is to ensure that the decision making process on matters affecting the Association cannot be manipulated by a small minority of members who attend any AGM or EGM in person.
   7. Minutes of the AGM and all minutes of Committee meetings, together with all papers relevant to policy and non-financial matters, are to be kept by the Chairman. These papers will be made available for scrutiny to any member upon giving the Committee seven days prior notice in writing.
   8. Extraordinary General Meetings (EMG’s) may be called by a majority of the Committee or by a vote of at least twenty percent of the membership. Such EGM’s shall then be held within three weeks of the Committee being informed of such a meeting. This meeting will be conducted in accordance with the exact same requirements of an AGM. The quorum at an EGM shall be the same as at the AGM. An EGM will be called automatically when, for whatever reason, the number, including co-opted members, serving on the Committee falls below three.
   9. No resolutions other than those published prior to the meeting and made available to the membership by mail or electronic means will be voted upon at either an AGM or EGM.
   10. When calling an EGM, those members so doing must declare a particular purpose for the meeting so that the Committee can inform the membership. Voting for the issues raised will also be accepted via electronic and postal means. These will count as though the member was present at the meeting.
   11. Not less than two weeks’ notice shall be given to the membership of the dates, times and locations of all General Meetings and the purpose and issues to be voted upon.
   12. Speakers Meetings shall be held as and when the Committee decided. Speakers for these meetings can be suggested by members and submitted to the Committee for consideration and arrangement. A calendar of events will be produced and made available to the membership if this is feasible.
5. **THIS CONSTITUTION**

7.1 The Constitution of the DLA can only be adapted/changed at an AGM or EGM specifically called for that purpose. Changes can only be accepted if the majority of those responding electronically or by post agree, having first been sent this Constitution and any subsequent suggestions for change.

7.2 Changes will require a majority vote by members on each new amendment and this can be achieved by proxy voters, those previously delegating voting authority to the Chairman as per section 3.6.1 and those voting by post or by electronic means. A minimum of twenty percent of the membership on the voting process is necessary to validate any changes and each change will only be made if a majority of votes case agree with the specific change proposed.

1. **DISSOLVING THE ASSOCIATION**
   1. If the Committee decides that it is necessary or advisable to dissolve the Association, the membership will be informed and at least twenty-one days’ notice will be given. If the proposal to dissolve the Association is confirmed by a two thirds majority of those members who decide to vote using proxy, postal forms or electronic means, the Committee shall have the power to release assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any debts and liabilities shall be returned to the membership, each full member to receive whatever proportion of the assets relevant to his/her fractional share of the total membership at the date of the dissolution of the Association.
   2. Alternatively, the Committee may recommend amalgamation with another Association if this is felt to be in the best interests of members and a majority of members voting on this proposal agree to do so.
2. **GRIEVANCE PROCEDURES**
   1. All disputes between a member or a former member and an officer of the Association shall, unless the Committee elect to refer the matter direction to an EGM, be settled by the Committee. The Committee’s decision shall be final unless any part aggrieved thereby shall, within seven days, produce to the Chairman a letter requesting that the matter be reviewed by a mutually agreed independent arbitrator, whose decision will be final
   2. In this Constitution the expression ‘dispute’ includes any dispute arising on the question whether or not a member or a person aggrieved is entitled to be or continues to be a member or to be reinstated as a member. In the case of any person who has ceased to be a member it does not include any dispute other than a dispute on the question between him and the Association or an officer thereof which arise whilst he was a member or arises out of his previous relationship as a member of the Association.