



## **Greener Horizons Constitution**

### **1 Name**

The name of the Association shall be the Greener Horizons hereinafter referred to as "The Association" or GH.

### **2 The Scope**

The Association shall represent and promote the interests of Home Inspectors and Domestic Energy Assessors in the South East of England as the Association sees fit.

### **3 The Objectives**

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

The Association will:

- 3.1 Promote professionalism and quality in the production of Energy Performance Certificates and Home Condition Reports.
- 3.2 Encourage and help members to work to any Code of Practice which is approved and adopted by the committee.
- 3.3 Support all members by providing help and advice on maintaining and improving their businesses.
- 3.4 Co-operate with similar associations and institutions in other areas.
- 3.5 Promote and encourage the use of Home Condition Reports and Energy Performance Certificates.
- 3.6 Pursue such policies as may from time to time become desirable and which are endorsed by a general meeting of members.
- 3.7 Raise funds as appropriate to further the objectives and interests of the Association and its members.

### **4 Membership**

- 4.1 Membership shall be open to:
  - (i) Home Inspectors and Domestic Energy Assessors who are qualified and registered with an approved body/accreditation scheme.
  - (ii) Home Inspectors and Domestic Energy Assessors who are undergoing training with a recognised training provider.
- 4.2 Any initial application for membership may be subject to approval by the Committee and, upon being accepted, members must pay the annual subscription plus any joining fee from time to time in force that applies to their application for membership. The committee may, (dependant on circumstances) and using their absolute discretion, suspend or withdraw membership if any member fails to comply with the Code of Practice adopted by the Committee or is known to be in breach of their Accreditation Scheme Rules.

- 4.3 The Membership Year shall run from 1st April to 31<sup>st</sup> March in each year. Membership Renewal is automatic. Membership fees not received by the date of the AGM may attract a discretionary 'additional' joining fee in force at that time or they may fall into a lapsed membership status.
- 4.4 There shall be two categories of membership:
- (i) Founder Member: Individual - This person will be entitled to attend and will have one vote at General Meetings of the Association. These members are entitled to an unspecified term of free membership in recognition of their financial and personal input into the set-up of the Association.
  - (ii) Member: Individual - This person will be entitled to attend and will have one vote at General Meetings of the Association.

## **5 Conduct of Members and Complaints Procedure**

- 5.1 Members are expected to work to any 'Code of Practice' that has been approved and adopted by the Committee. This will be based on the relevant 'National Occupational Standards'.
- 5.2 Members must always behave in the best interests of the Association and not bring it or its members into disrepute.
- 5.3 A member shall not attempt to oust another Member from an engagement or established client nor revise a fee quote to take account of the fee quoted by another Member for the same service.
- 5.4 Members shall neither maliciously or unfairly seek to damage another member's reputation or practice.
- 5.5 Any written complaint against a member shall be handled by them in accordance with their own existing Complaints Process and/or that of their Certification Scheme. Complaints made against a member, whether or not they are carrying out work commissioned through GH, must be brought to the attention of the Committee and if deemed serious or not resolved may be discussed at a properly convened general meeting.
- 5.6 What is or is not a serious matter, is initially for the discretion of the Committee, as is the action to be taken and their decision on any such matter. A written appeal may be submitted which may result in the matter being brought to the next General Meeting for the members to decide (by way of a show of hands vote) the appropriate action.
- 5.7 Members must produce a current membership number when seeking help and advice.
- 5.8 A member may resign at any time by giving notice in writing. No refunds of fees will occur.
- 5.9 Membership of the Association constitutes acceptance of this Constitution.
- 5.10 The membership shall have power at any time, by a majority vote, to expel members of the Association who fail to provide a good standard of report, or who bring the Association into disrepute by some action or omission (see rules above 5.2 to 5.6). The committee will nominate three members (one must be an officer of the committee, who will act impartially) to act as an appeals sub-committee, if required, or any disciplinary actions. The three named will take no part and will withdraw from any initial hearing of a disciplinary nature.
- 5.11 No member of the Association may run any business or personal venture that purports to be Greener Horizons or GH. No member may therefore use the Association's name, the acronym GH, the Greener Horizons logo, letter heading or other similar emblems of Greener Horizons (GH) in the name of their company/organisation for any purpose other than that for which it was originally intended. This does not stop members from stating that they or their organisation are members of Greener Horizons (GH) or comply with its adopted code of practice.

- 5.12 A member expelled by the Membership will have the right to appeal in writing to the Secretary within 14 days of their expulsion detailing their grounds of appeal. The Committee will appoint an 'Appeals Sub-Committee' made up of three people who were not party to the initial decision to hear the appeal. The decision of the Appeals Sub Committee will be final and binding.
- 5.13 Where a Member is unable to accept an enquiry for a Energy Performance Certificate or Home Condition Report, he shall refer the potential client to another member of GH.

## **6 Committee**

The management of the Association shall be vested in an Executive body termed 'the Committee', as hereinafter provided. The Committee shall consist of:

- A Chair
  - B Vice Chair
  - C Secretary
  - D Treasurer
  - E Press Officer
  - F Website Administrator
  - G Up to 4 General Members, representing the geographical spread of the Association membership. These 4 places are allocated at the discretion of the Chair and subject to the overall number of members in the Association.
- 6.1 The officers and elected members of the Committee shall be elected at the Annual General Meeting of the Association. Nominations for election must be received in writing at least 2 weeks before the AGM.
- 6.2 Only full members of the association whose subscription fee is fully paid up to date may apply for committee nomination. They shall have held membership of GH for one year prior or otherwise at the discretion of the committee, in order to be eligible for nomination to the committee.
- 6.3 The Committee and officers shall serve until the next AGM following their election.
- 6.4 Any officer or Committee member shall be eligible for re-election by the members present at an AGM.
- 6.5 Membership of the Committee shall be limited to a maximum of 3 consecutive years and not more than 2 consecutive years in the same post.
- 6.6 The Committee shall meet as often as necessary and the last business on the Agenda of any meeting shall be to fix/confirm the date of the next one.
- 6.7 At meetings of the Committee, properly notified by the Secretary, 6 (six) Committee members shall constitute a quorum.
- 6.8 Decisions of the Committee, on which a vote is taken, shall require a simple majority of those present and eligible to vote. The Chairman shall NOT have a vote but in the event of a tie shall have a casting vote.
- 6.9 Either the Chairman or any other officer shall be empowered to act on behalf of the Committee in matters which are of a routine character and cannot be delayed, but they shall be subject to such action being ratified at the next meeting of the Committee.
- 6.10 The Committee may fill any vacancy among the elected Officers or Members, which may occur during the year (in the event of death, chronic sickness, resignation or dismissal) by a majority vote at a Committee Meeting. The person so appointed shall hold office on a 'pro-tem' basis for the remaining unexpired period of his predecessor's term of office, but that person shall need to stand for formal election at the next AGM if they wish to continue in post.

- 6.11 The Chair shall run all General meetings similar to The Annual General Meeting:
- A. There will be at least 6 General Meetings
  - B. Each Officer will report to the meeting
  - C. To decide upon any resolutions with a proposer and seconder
  - D. Any amendment to the proposal must be lodged before the vote is taken
  - E. Any amendment must have a proposer and seconder
  - F. The first proposal will be voted upon before the amendment is voted upon. If each carried then a further amendment may be taken or a deciding vote on the proposal and amendment shall be taken
  - G. The quorum at all General Meetings of the Association shall be 60% of the paid up members
  - H. Only paid up members shall be eligible to vote and each such member shall have one vote as defined in terms of membership
  - I. The Chairman shall NOT have a vote but in the event of a tie shall have a casting vote
  - J. The room and members shall always give way should the Chair stand up
  - K. The Chair shall have absolute discretion on the attendance of non-members and guests
  - L. The Chair shall have absolute discretion on who may speak, on what subject and for how long
  - M. The Chair may give way on the apparent majority feeling of the room
  - N. The Chair shall always recognise points of order
  - O. The Chair's decision on all matters shall be final but may be challenged at a properly convened Extraordinary General Meeting

## **7 Honorary Membership**

The Committee shall have the power to appoint as an honorary member any person who, in the opinion of the Committee, is deserving of such appointment. Honorary members must NOT constitute more than 20% of the paid up membership. At any General Meeting of members, a person may, on the recommendation of the committee, be appointed Honorary President of the Association. Such appointments shall continue for not more than three years. Each individual honorary member will NOT be entitled to vote at any General Meeting of the Association.

## **8 The Annual General Meeting**

- 8.1 The AGM will normally take place during the month of April in each year, on a date and at a time and place to be fixed by the Committee for the following purposes:
- A. To receive reports on the work and activities of the Association during the preceding year
  - B. If applicable, to receive from the Committee a report on the financial position of the Association and to receive from the Committee a copy of a balance sheet and statement of accounts for the preceding financial year
  - C. To elect the Committee and Officers
  - D. To fix the annual subscription and joining fee (if applicable) for the following membership year
  - E. To decide upon any resolutions
  - F. To appoint auditors (if required)
- 8.2 Members shall be given at least 14 days advance notice of the date of the AGM.

- 8.3 Any resolutions which members wish to be considered at the AGM, shall be submitted in writing to the Secretary of the Association at least one month before the date of the AGM.
- 8.4 The quorum at all AGMs of the Association shall be 60% of the paid up members.
- 8.5 At the AGM, or any other General Meetings of members, all items for resolution shall be determined by a show of hands of those attending. Only paid up members shall be eligible to vote and each such member shall have one vote as defined in the terms of membership. The Chairman shall NOT have a vote but in the event of a tie shall have a casting vote.
- 8.6 Minutes of all General Meetings of the Association and its Committee together with all papers relevant to policy and non-financial matters shall be kept by the Secretary. These papers will be available for scrutiny by any member after first giving 7 days' prior notice. Further these papers may be held within the 'members only' secure area of the Association's web site at the discretion of the Committee.

## **9 Extraordinary General Meeting**

- 9.1 An Extraordinary General meeting shall be convened by the Committee where required for the proper management of the Association or where at least 10 members shall apply in writing for such a meeting and those members shall declare a particular purpose for the meeting. The Extraordinary General Meeting shall be convened by giving a minimum of twenty-one days notice and shall be conducted in accordance with the requirements of an Annual General Meeting. The Quorum at an Extraordinary General Meeting shall be 60% of the paid up members.
- 9.2 Voting

Members shall be entitled to vote by proxy for issues that are deemed to be of sufficient importance to the management or the future of the association. This may require a postal vote. If a postal vote situation occurs it shall be sent to the Secretary and instruct the Chair to (a) vote in the way the member has indicated or (b) ask for their vote to be cast at the Chair's discretion. Electronic Secure Internet/Website methods may also be deployed. Any vote (whether electronic or postal) must be received 48 hours before the holding of any meeting. A vote which is not delivered in due time shall be invalid.
- 9.3 Notices of Meetings

Members shall be given notice of General Meetings and an AGM 14 days in advance either in writing or electronically (or both). Extraordinary General Meetings shall only take place at least 21 days from date of posting. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.

## **10 SUBSCRIPTIONS**

- 10.1 The annual membership fees and joining fee (if applicable) shall be determined at the AGM.
- 10.2 The Committee shall have the discretion to arrive at an equitable arrangement for new members joining the Association late in any subscription year.
- 10.3 The membership and/or enrolment fee shall not be returnable under normal circumstances unless specifically agreed upon by the Committee.

## **11 Finance**

- 11.1 No member shall by reason of his/her membership of the Association be financially liable to or on behalf of the Association except for payment of the Annual Subscription nor shall the Association be liable for any act or matter or thing done for or on behalf of the Association by a member (whether or not a member of the Committee).
- 11.2 The Association shall not borrow money.
- 11.3 All monies belonging to the Association shall be paid into a bank as agreed from time to time.

- 11.4 The Committee shall keep proper accounting records and shall regulate the signing of cheques, to be signed by two officers who shall be the Chair, Secretary and/or Treasurer.
- 11.5 If applicable, accounts shall be prepared annually for an accounting year ending on a date to be agreed by the Committee. The Committee may appoint a qualified accountant, independent of the Committee, to review and comment upon the accounting records, prior to submission to the AGM.
- 11.6 The Association shall be empowered to raise funds by receiving subscriptions, donations and gifts.
- 11.7 The property and funds of the Association shall be held by the Committee as trustees for the membership. The funds of the Association shall be administered by the Treasurer under the supervision of the Committee.
- 11.8 Expenditure by a Committee member on behalf of the Association shall not be carried out without the prior approval of the Committee. If the expenditure for an item/service is likely to exceed £250 it will require approval by a show of hands vote at any properly convened General Meeting.
- 11.9 The Committee shall not commit the Association to more expenditure than its current assets.
- 11.10 Members or officers shall not receive any payment from the Association funds except for materials supplied to the Association or for expenses properly incurred on the Association's behalf. The Committee must sanction any such payment.
- 11.11 Money or property of the Association or any gain arising from the activities of the Association shall not be applied other than for the benefit of the Association or for causes whose objectives are similar to those of the Association.
- 11.12 All financial records shall be kept by the Treasurer. These papers shall be available for scrutiny by any member giving seven days' prior notice.

## **12 Indemnity**

Written and oral advice from the Association shall be given in good faith but no responsibility whatsoever shall be accepted by the Association or its officers or members for the accuracy of its advice nor shall the Association or individual members be held liable for the consequences of reliance upon such advice. Individual members carrying out work commissioned through GH must ensure they have the required level of Indemnity Insurance.

## **13 Changes to the Constitution**

Changes to the Constitution shall only come into effect if:

- A. They are approved by not less than two thirds of members present at any duly constituted AGM or other General Meeting of the Association;
- B. One month's written notice has been given of the meeting;
- C. The notice must contain details of the proposed alteration(s)

## **14 Dissolution of the Association**

- 14.1 The Association shall be dissolved if at a General Meeting a resolution for dissolution of the Association obtains two thirds of the votes cast. One month's notice shall be given of any such proposal.
- 14.2 If after the dissolution of the Association, there remains any property whatsoever following the satisfaction of all debts and liabilities, then it shall be equally distributed amongst the members of the Association who have held membership for a full twelve months prior. Any dispute which may arise from the interpretation of these rules shall be determined by the Chairman, whose ruling may be challenged by any two members acting as 'proposer' and 'seconder', according to the rules of debate.