

Whereas at a meeting of members of the Veterinary Landlord's Association held remotely on 12<sup>th</sup> June 2023 the need and desire for a formal constitution for the Association was agreed.

It is Resolved that the following document is the Constitution of the Veterinary Landlords Association

Proposed by. Richard Rowe, Richard Stephenson, Richard Hillman and Nicky Paull.

### **Veterinary Landlords' Association.**

Constitution adopted on 12<sup>th</sup> June 2023

- 1 Name. The Veterinary Landlords' Association – otherwise known as the VLA
- 2 Aims. To represent the interests of Landlords who lease property to Veterinary Practices. To be a vehicle by which members can exchange information regarding lease terms, buildings valuations, buildings insurance, buildings maintenance and any other relevant subject. To collect data for the benefit of members including (but not exclusively) on rental values, compliance of tenants with lease terms, outcomes of negotiations with tenants. To provide information to the membership on legal changes affecting leases or the landlord tenant relationship. To organise meeting of landlords both virtual and physical to facilitate the aims and objectives of the Association. To support members during negotiations to renew leases. To support members who are selling their practices to corporate (or private) individuals.
- 3 In order to achieve its aims the Association may
  - a. Raise money
  - b. Open bank accounts
  - c. Take out insurance
  - d. Employ staff
  - e. Acquire and manage buildings
  - f. Organise courses and events
  - g. Work with other groups and exchange information
  - h. Do anything that is lawful which will help it to fulfil its aims

#### Membership

1. Membership will be open to all Landlords without regard to any lawfully protected characteristic who lease property to (or as) Veterinary Practices whether or not they are veterinary surgeons themselves.
2. There shall be two categories of member (a) "individual" for single landlords with one property (b) "group" for multiple landlords with one property or individual landlords with multiple properties.

3. The management committee shall determine an annual subscription for both categories. Every individual member or group member shall have one vote at General Meetings. The management committee shall, subject to approval at an AGM, make rules to regulate the two categories of membership.
4. The management committee may terminate membership by reason of non - payment of the subscription having given one month's notice OR for any other good reason. A member who has been removed for 'good reason' has a right to be heard by the management committee before a final decision is made, and may appeal to the next General Meeting.

#### Management Committee.

- 1 There shall be a management committee consisting of
  - a. A Chairman
  - b. A Vice – Chairman communications
  - c. A Treasurer and Membership Officer
  - d. A secretary
- 2 The Management Committee may act to further the aims and objectives of the Association in particular but not limited to it may, authorise expenditure, instruct experts, gather data and information relevant to the associations objectives, make public statements, and offer support to individual members. The Management Committee may not enter into any contract of employment, purchase property nor incur debt without specific authorisation of a general meeting.
- 3 The Management Committee will ensure that members' data is held securely and only used for purposes where the association and its members have a legitimate interest.
- 4 There shall be no remuneration for officers of the Association – although the management committee may approve reasonable and proper expense reimbursement. The term of office for each officer shall be three years. Officers shall be able to seek election for a maximum of three terms in any given role.
- 5 Management committee meetings will be a minimum of once per quarter and will usually be held on line by 'Team' or 'Zoom'.
- 6 The meeting shall be chaired by the Chairman who shall have a vote and a casting vote.
- 7 Management committee members will each have one vote.
- 8 The quorum of a management meeting shall be three.
- 9 The Management Committee may co-opt other members or replace retiring members between annual general meetings in its absolute discretion subject to confirmation at a subsequent AGM. Co-opted members and replacement members shall not exercise a right to vote at Management Committee meetings until so confirmed by an AGM.

#### Duties of Officers.

1. The Chairman will chair all meetings, represent the VLA to outside bodies, act as a spokesman and give leadership and direction to the VLA
2. The Vice – Chairman (Communications) will assist the Chairman in all communication matters and will also act as a spokesman for the VLA in

the absence of the Chairman. The vice – chairman will deputise for all matters in the absence of the chairman.

3. The Secretary will keep minutes of all proceedings of the VLA and deal with any correspondence. The Secretary will be responsible for giving notice of all general meetings (14 days) and all Management Committee meetings (7 days). The Secretary will maintain the archives of the Association.
4. The Treasurer will keep records of all financial transactions, operate the VLA's bank account and maintain a membership list. The Treasurer will present an annual report to the AGM.

#### Finance.

1. Any money held may only be used for the benefit of the VLA
2. Any bank account must be held in the name of the VLA
3. The Treasurer will provide copies of the VLA's bank statements to each meeting of the management committee

#### Annual General Meeting

1. An AGM shall be held in April of each year, 14 days' notice shall be given – this shall be by electronic means.
2. The quorum shall be more than 12 members or 5% of the membership whichever is highest.
3. The AGM shall review a report from the managing committee, receive accounts from the Treasurer and when required elect officers.
4. The AGM shall approve any changes in the annual subscriptions
5. The AGM may make rules for the good management of the Association including those relating to confidentiality and potential for conflicts of interest.

#### Special General Meeting (SGM).

1. A special meeting may be called by 12 members or 5% of the membership (whichever is highest).
2. A special meeting must only consider a specific motion of which a minimum of 14 days' notice shall be given

#### Alterations to the Constitution

1. Changes to the constitution may be made at a general meeting if 14 days' notice has been given of a motion to amend the constitution and the motion is supported by two thirds plus one of those present and voting.

#### Dissolution

- 1 The VLA may be wound up at an AGM or SGM if 14 days' notice has been given of such a motion and it is supported in a quorate meeting by two thirds plus one of those present and voting.

- 2 Any residual funds shall be donated to a veterinary charity determined at the dissolving AGM / SGM by a simple majority.