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PROCEEDINGS AT PLASA GENERAL MEETINGS

Appendix to the PLASA Europe Constitution

Updated: January 2011

Proceedings at General Meetings

1. No business shall be transacted at any General Meeting unless a quorum is present.
2. The Chairman of the European Regional Board, or in his absence another member of the Board nominated by the Board, shall preside as Chairman of the General Meeting. If neither the Chairman, nor his appointed deputy, is present within 15 minutes after the time appointed for holding the meeting, the members of the European Regional Board present shall elect one of their number to be Chairman and, if there is only one member present and willing to act, he shall be Chairman.
3. If no member of the European Regional Board is willing to act as Chairman, or if no member of the Board is present within 15 minutes after the time appointed for holding the meeting, the members present and entitled to vote shall choose one of their number to be Chairman.
4. The Chairman may, with the consent of a General Meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting, but no business shall be transacted at an adjourned meeting other than business which might properly have been transacted at the meeting had the adjournment not taken place. When a meeting is adjourned for 14 days or more, at least seven clear days' notice shall be given specifying the time and place of the adjourned meeting and the general nature of the business to be transacted. Otherwise it shall not be necessary to give any such notice.
5. A resolution put to the vote of a General Meeting shall be decided on a show of hands of voting Business and Organizational members unless before, or on the declaration of the result of, the show of hands, a poll is duly demanded. A poll may be demanded:
 - a) by the Chairman of the meeting; or
 - b) by at least 10 voting members from the Business and Organizational memberships;and a demand by a person as proxy for the above members shall be the same as a demand by the member.
6. Unless a poll is duly demanded, a declaration by the Chairman of the meeting that a resolution has been carried or not carried by a particular majority and an entry to that effect in the minutes of the meeting shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution
7. The demand for a poll may, before the poll is taken, be withdrawn but only with the consent of the Chairman and a demand so withdrawn shall not be taken to have invalidated the result of a show of hands declared before the demand was made.



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8. A poll shall be taken as the Chairman directs and he may appoint scrutineers (who need not be members) and fix a time and place for declaring the result of the poll. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
9. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting shall be entitled to a casting vote in addition to any other vote he may have.
10. A poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken either forthwith or at such time and place as the Chairman directs, not being more than 30 days after the poll is demanded. The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll was demanded. If a poll is demanded before the declaration of the result of a show of hands and the demand is duly withdrawn, the meeting shall continue as if the demand had not been made.
11. No notice need be given of a poll not taken, if the time and place at which it is to be taken are announced at the meeting at which it is demanded. In any other case at least seven clear days' notice shall be given specifying the time and place at which the poll is to be taken.

Votes of Members

12. On a show of hands every Business and Organizational Member who is present by a duly authorized representative shall have one vote, and on a poll every Business and Organizational Member shall have one vote.
13. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is tendered, and every vote not disallowed at the meeting shall be valid. Any objection made in due time shall be referred to the Chairman whose decision shall be final and conclusive.
14. On a poll, votes may be given either personally or by proxy.
15. The appointment of a proxy shall be executed by or on behalf of the appointer and shall be in any form which is usual or which the European Regional board may approve.
16. The appointment of a proxy and any authority under which it is executed may:-
 - a) in the case of an instrument in writing be deposited at the PLASA office or at such other place within the United Kingdom as is specified in the notice convening the General Meeting or in any instrument of proxy sent out by the Association in relation to the meeting not less than 48 hours before the time for



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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 or received 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 any member of the European Regional Board;

and an appointment of proxy which is not deposited, delivered or received in a manner so permitted shall be invalid.