

The Southern Co-operative

STANDING ORDERS FOR THE CONDUCT OF SPECIAL AND GENERAL MEETINGS OF MEMBERS

Notice of Motion and Amendment

1. All motions for consideration at any General Meeting must be submitted in writing, signed by the proposer and seconder who shall quote their share numbers, and be delivered to the Secretary at least forty two days prior to the meeting.
2. Copies of all motions, including those submitted by the Directors, if in order and in accordance with the Rules, shall be exhibited at the Registered Office, on the Society's website and in the Society's trading premises or at such other places as may be determined by the Directors from time to time, thirty five days prior to the meeting. Formal motions which are submitted by the Board to every Ordinary General Meeting need not be so exhibited but must be included in the programme of business of the meeting.
3. Amendments to any motion so exhibited shall be submitted in writing, in exact terms, signed by a proposer and seconder, who shall quote their share numbers, and be delivered to the Secretary at least twenty eight days prior to the meeting.
4. If in order and in accordance with the Rules, motions and amendments thereto shall be printed in the programme of business of the meeting, together with the names of the proposers and seconders or an indication that the motion or amendment is in the name of the Directors, as the case may be.
5. The Board shall decide whether a motion and any amendment thereto is in order and in accordance with the Rules. The Board has the discretion not to include such a motion if in its, and the Secretary's, reasonable opinion:
 - (i) it seeks to intervene in the exercise of their, or the Secretary's, powers under the Society's Rules; or
 - (ii) the publicity for it would be likely to diminish substantially the confidence in the Society of consumers or members; or
 - (iii) it seeks needless publicity for defamatory matters; or
 - (iv) it is submitted for frivolous or vexatious purposes; or
 - (v) it does not relate directly to the affairs of the Society; or
 - (vi) it is in substantially the same terms as any motion which has been defeated at any meeting of the Society held during the preceding two years.The Secretary shall inform the proposer if the motion or amendment of which he has given notice is not in order and in accordance with the Rules and these Standing Orders.
6. The Board shall have the power to recommend for the approval of the meeting that a proposal shall be remitted to the Board for consideration, provided the member concerned shall be notified not less than seven days before the meeting of the Board's intention and the meeting shall be informed of the Board's reasons for this recommendation.
7. In the absence at the meeting of either a member who has given notice of a motion or amendment, or of the seconder thereof, the Chairman may, with the consent of the majority of the meeting, allow another member to move or second it, as the case may be.
8. Any motion or amendment may be withdrawn by the proposer and seconder thereof, with the consent of the majority of the meeting.

Rights of Speech

9. Only one member shall speak at a time, who shall stand and address the Chairman, and must direct his remarks strictly to the motion or amendment under discussion, or to a point of order.
10. Whenever the Chairman rises during a debate, or when a question of order is raised, any member then speaking or offering to speak must resume his seat.
11. Members must give a least seven days notice prior to the meeting of questions on policy, trading or accounts, and at least twenty one days notice prior to the meeting of complaints. Notice must be given in writing to the Secretary. The Secretary shall have the power to refuse a member to raise a complaint at a meeting if it is of a personal nature against another individual. Any complaints must be limited to the running of the Society and its business.
12. A member asking a question shall not add to the question any argumentative or other statement.
13. A member shall not speak twice to a motion or amendment, except in explanation or in reply as provided in Clause 16.
14. A member who has seconded a motion or an amendment in a formal manner only, shall be permitted afterwards to speak upon it.
15. The mover of an original motion or of an amendment shall be allowed to speak for ten minutes, and all other speakers shall be limited to five minutes, but if a speaker has not concluded his remarks within the time allotted as above, he may continue his speech upon a motion "That the speaker be further heard" being duly proposed, seconded and carried. Such extension of time shall be given only once and only for five minutes.
16. Only the mover of an original motion shall have the right of reply to the debate. Such reply must be limited to answering direct to any discussion during the debate, and shall not introduce any new matter. The time for reply shall not exceed five minutes. After a mover has commenced to reply, no other member shall speak to the motion or amendment.
17. Any member, whether he has spoken on the matter under discussion or not, may ask a question relative to the motion before the meeting, but subject to Clause 12.

18. The Chair may call attention to continued irrelevance, repetition or any breach of order on the part of a member, and may direct such member to discontinue speaking.

Amendments

19. In the event of more than one amendment to a motion being submitted, the first amendment shall be disposed of before any second or further amendment shall be taken into consideration. If the first amendment shall have been carried, it shall then become the substantive motion and the second amendment may then be moved. If the first amendment shall have been negatived, the second amendment may be moved to the original motion. Any and each further amendment shall likewise be taken in turn, only one amendment being admitted for discussion at one time.

Rulings of the Chair

20. The rulings of the Chairman on any point of order, and matters arising in debate at all meetings, shall be final and shall not be open for discussion.

Closure

21. Any debate may be closed by a motion "that the question be now put" duly proposed and seconded, by persons who have not spoken on the question but without speech thereon, and carried. No speech shall be interrupted for the purpose of proposing such a motion. The motion or amendment under discussion, thus closed, shall, without further debate, except that the mover of the original motion may reply as per Clause 16, be forthwith put to the meeting. The Chairman shall be empowered to refuse to accept a closure motion, if, in his opinion, the motion has been inadequately discussed.

Next Business

22. At the close of any speech any other member may move "that the meeting proceeds to the next business". This motion must be formally seconded and put to the meeting forthwith without debate. If it is carried no vote is taken on the main question before the meeting; the meeting shall then proceed to the next item on the agenda and the main question cannot again be raised during the meeting.

Adjournment

23. At the close of any speech any other member may move:
 - (a) "that the debate be adjourned (sine die or until . . .)"
or
 - (b) "that the meeting be adjourned".

Either of these motions must be formally seconded and put to the meeting forthwith without debate. If the motion to adjourn the debate is carried the meeting shall proceed to the next item on the agenda. When an adjourned debate is resumed the member who moved the adjournment shall be allowed to speak first if he so desires.

24. Two hours after the commencement of the meeting business shall not be further proceeded with, but an immediate decision shall be taken relative to the adjournment of the matter then under discussion, and any other business as per agenda.

Voting

25. Elections shall be by ballot. Other voting shall be decided on a show of hands unless a ballot vote or referendum is demanded in accordance with Rule 52.

A ballot may be demanded by the Directors, or at least twenty members, subject to a ballot vote not being taken upon the motions contained in Clauses 21, 22, 23 and 29 of these Standing Orders. Any ballot taken shall be held in such manner as the chairman of the meeting directs. A referendum shall be taken upon a resolution of the Board being made to such effect. Any referendum taken shall be in accordance with the requirements of Rule 52.

Subject to any special provision contained in the Rules or an Act of Parliament all resolutions shall be carried by a simple majority of votes.

26. Where necessary, the meeting shall appoint tellers to assist in any ballot vote.

General

27. The order of business conducted at any meeting of the Society including proposals and amendments (if any) shall be determined by the Chairman. The Chairman shall have the power and absolute discretion to determine the questions and complaints that may be put to a meeting and may, alternatively, require questions or complaints to be remitted to the Board for response. Where the Chairman's intention is that questions or complaints submitted in accordance with Clause 11 of these Standing Orders will not be put to a meeting the member submitting such questions or complaints shall be notified not less than forty eight hours before the meeting of the Chairman's intention and the meeting shall be informed of the Chairman's decisions thereof.

28. The meeting may, by resolution of two-thirds of the members present and voting, expel any member whose conduct, either at the meeting or in regard to the affairs of the Society, is deemed by the meeting to be injurious to the Society and any member so expelled shall be disqualified from taking part in the proceedings of the meeting.

Suspension of Standing Orders

29. Any one or more of these Standing Orders may, if a case of urgency arises, be suspended at any meeting as regards any business at that meeting, providing three-fourths of the members present and voting so decide. But, the "suspension of Standing Orders" shall not be used to introduce a motion or amendment of which notice could have been given in accordance with Standing Orders 1 and 3. No motion or amendment of which notice has not been given in accordance with Standing Orders 1 and 3 shall be introduced if one or more district meetings has already been held or is being held on the same day.