



# CONSTITUTION of the

## United Kingdom Overseas Territories Association

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### 1. Title

The United Kingdom Overseas Territories Association ('UKOTA'), hereinafter referred to as the Association.

### 2. Mission Statement

The Association exists to advance the interests of the United Kingdom Overseas Territories, facilitate co-operation between them and promote solidarity. The Association demonstrates the collective partnership between the Territories and HM Government of the United Kingdom.

### 3. Objectives

The objectives of the Association are:

- a. To provide a forum for exchange of ideas and discussion of relevant issues of common interest.
- b. To work for the mutual benefit of Members of the Association.
- c. To share information about issues of interest and benefit to the Members.
- d. To make recommendations to the Governments of the Overseas Territories on appropriate courses of action where relevant.
- e. To develop relationships, as a group, with appropriate organisations and institutions such as HM Government, UK Parliament, The European Union and The Commonwealth.
- f. To share best practice in relevant areas.
- g. To defend the collective interests of the Members and to represent these interests.

The Association does not represent the positions or interests of any individual Member.



#### **4. Membership**

- a. Membership of the Association shall be open to the Government of any inhabited Overseas Territory of the United Kingdom which has elected representatives.
- b. Each Member shall be represented in the Association by one natural person duly appointed by them and empowered to act on their behalf (hereinafter referred to as the Appointed Representative).

#### **5. Application for Membership**

- a. Application for membership shall be made in writing to the Chair and shall contain full particulars of the status of the applicant in accordance with the rules of the Association.
- b. Applications for Membership of the Association shall be determined by decision of the Members.

#### **6. Political Council**

- a. The Political Council is the highest body of the Association, consisting of the elected Leader of each Member Government.
- b. The Political Council sets the policies of the Association and approves the decisions requiring its approval. All prerogatives necessary to the achievement of the Association's aims shall be vested in the Political Council.
- c. The elected Leader of the Government of the serving Chair of the Association is the President of the Political Council and the President of the Association.
- d. The Political Council shall meet at least once a year. Notice of the Political Council Meeting and the agenda shall be given at least 21 days in advance.
- e. The President of the Political Council will chair Political Council meetings.
- f. The voting participants at the Political Council Meeting are the elected Leaders of each Member (or in the absence of any Leader a single proxy nominated by him/her). Other participants are any designated members of Government of Members, and the Appointed Representatives.



## **7. Funding**

- a. The financial resources at the disposal of the Association will be those arising out of membership fees and other contributions from Members and other sources of income to be identified from time to time and used for the financing of the Association's activities and the attainment of its objectives.
- b. Membership fees for Members shall be determined annually by the Political Council.
- c. Membership fees shall be payable within three months of the Annual General Meeting.
- d. In addition to membership fees sponsorship may also be sought from various funding bodies.

## **8. Cessation of Membership**

- a. Members may resign following notice given in writing to the Honorary Secretary. Resignations shall become effective from the date of their submission.
- b. If any Member of the Association shall act in a manner contrary to the interests of the Association, the Member may be expelled from the Association under the provisions of this section.
- c. The Chair will deliver to all Members details of any proposal to expel a Member, giving fourteen days notice before any decision and expulsion is proposed to be made.
- d. A motion to expel a member of the Association shall only be passed by the Political Council.
- e. Any Member whose membership fees remain unpaid for one year shall automatically lose their membership.
- f. Any Member who through resignation, expulsion or otherwise ceases to belong to the Association forfeits their right to any part of the assets of the Association.



## **9. Officers of the Association**

- a. The Officers of the Association shall be the Chair, Honorary Secretary and Honorary Treasurer, who shall all be Appointed Representatives.
- b. The Chair shall be elected annually by the Appointed Representatives present at the Annual General Meeting of the Association.
- c. The posts of Honorary Secretary and Honorary Treasurer shall be elected annually by the Appointed Representatives present at the Annual General Meeting of the Association.
- d. No Appointed Representative may hold an office for more than three years consecutively.
- e. Officers of the Association shall have power to form all necessary Working Groups from the membership and to co-opt such expertise as may be deemed necessary. Such Working Groups shall report to the Ordinary Meetings of the Association. Working Groups shall not have decision making powers.
- f. The Officers of the Association shall have no power to commit the Association to any financial transaction without approval at a Meeting of the Association.

## **10. Financial Year**

The Association's Financial Year shall be from 1 January to 31 December.

## **11. Accounts**

- a. The accounts of the Association will be kept by the Honorary Treasurer.
- b. At each Meeting of the Association the Honorary Treasurer will give an up-to-date financial report.
- c. At the Annual General Meeting of the Association two Appointed Representatives will be mandated to review the financial accounts and to act as auditors.



## **12. Ordinary Meetings**

- a. The Association shall meet at least eight times a year and the mode of participation shall be at the discretion of the Chair
- b. Meetings shall be convened by the order of the Chair.
- c. The quorum at Ordinary Meetings for the conduct of any business shall be at least five Appointed Representatives.
- d. To ensure full participation in the business of the Association Appointed Representatives must attend a minimum of 4 meetings per year.
- e. Appointed Representatives should be given at least 14 working days' notice of Ordinary Meetings. If an Appointed Representative is unable to attend any meeting, they may nominate a proxy by notice given to the Chair in advance of the meeting.

## **13. Annual General Meetings**

- a. Notice of the AGM, to be attended by the Appointed Representatives, shall be given at least 21 working days in advance.
- b. The meeting will be held on or within 60 days of 1 January each year for the following purposes:
  - Election of the Officers of the Association.
  - Election of two Appointed Representatives as auditors of the following year's accounts.
  - Review of the membership fees for the next financial year.
  - Any other annual business of the Association.
- c. The quorum at an AGM shall be 50 per cent of the Appointed Representatives.



#### **14. Special Meetings**

- a. A Special Meeting of the Association may be convened at any time by the direction of the Chair, who shall in the convening notice set forth a summary of the business to be considered.
- b. Where it appears to the Members of the Association that a Special Meeting is desirable, they may on requisition in writing to the Honorary Secretary, signed by not less than 25 per cent of the total Membership, require the Association to call such a meeting.
- c. A quorum at a Special Meeting shall be 50 per cent of the total Membership.

#### **15. Agenda**

- a. The Chair shall draw up the agenda each meeting and submit it to the Members in advance of the meeting.
- b. The agenda shall include any item that has been tabled by any Appointed Representative.
- c. The invitation to the meeting, the agenda and working documents shall be sent to the Appointed Representatives no later than five calendar days before the date of the meeting.

#### **16. Proceedings**

- a. Any decision of the Association shall be valid only if supported by at least 70% of the votes cast.
- b. A participant at any meeting of the Association may, with the prior permission of the Chair, be accompanied by a colleague, accredited by their Government.
- c. Notwithstanding (b) above each Member will be entitled to only one vote when deciding any matter of the Association be it at an Ordinary Meeting, Special Meeting, Annual General Meeting or through correspondence.
- d. The Chair may invite experts or observers to attend a meeting (or part thereof) to assist in forming the Association's views on particular matters.



- e. Experts and observers may be invited to withdraw when the Association moves to a vote.

## **17. Minutes**

- a. The Minute Book of the Association shall be kept by the Honorary Secretary.
- b. The draft Minutes of the meetings of the Association shall be drawn up by the Honorary Secretary in conjunction with the Chair.
- c. The Minutes shall contain in particular the attendance of the meeting, the salient details of the discussions on the items tabled and the decisions taken.
- d. The draft Minutes shall be sent to the Appointed Representatives for comments within 14 days after a meeting.
- e. At each meeting of the Association the Minutes of the previous meeting will be signed by the Chair.

## **18. Amendment of the Constitution**

No alteration, amendment, deletion or addition to this Constitution shall be made except by the Political Council. Any proposal should be circulated 21 days in advance of the meeting.

## **19. Dissolution**

The Association may only be dissolved by vote of the Political Council.

**Amended and Adopted by the Political Council  
27 May 2021**