

THE STOW AND DISTRICT CIVIC SOCIETY

Registered Charity No 264597

CONSTITUTION

(Revised 27th March 2015)

1. NAME

1.1 The name of the Society shall be the Stow and District Civic Society.

2. OBJECTIVES

2.1 The Society is established for the public benefit in the area comprising the Town of Stow on the Wold and the surrounding district – hereinafter referred to as the Area of Benefit.

a. To stimulate public interest in the promotion of topics including, but not exclusively, the history, geography, natural history, architecture, urban design and planning in the area of benefit.

b. To encourage high standards in architecture and planning in the area of benefit;

c. To secure the conservation, protection, improvement, development of the life and physical features of the area of benefit.

2.2 In furtherance of the said purposes but not otherwise, the Society through its Executive Committee, shall have the following powers:

a. To promote civic pride in the area of benefit;

b. To promote research into subjects directly connected with the objectives of the Society and to publish the results of any such research;

c. To act as a co-ordinating body and to co-operate with the local authority, planning committees and all other local and statutory authorities, voluntary organisations, charities and persons having aims similar to those of the Society;

d. To promote or assist in promoting activities of a Charitable nature throughout the area of benefit;

e. To publish papers, reports and other literature;

f. To make surveys and prepare maps and plans and collect information in relation to any place, erection or building of beauty or historic interest within the area of benefit;

g. To hold meetings, lectures and exhibitions;

h. To organise activities of interest to the members;

i. To educate public opinion and to give advice and information;

j. To raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscription, donation and otherwise; provided that the Society shall not undertake any permanent trading activities in raising funds for its purposes;

k. To take and accept any gifts of property, whether subject to any special trust or not;

l. To sell, let, mortgage, dispose of or turn to account all or any of the property or funds of the Society as shall be necessary.

m. To borrow or raise money for the purposes of the Society on such terms and on such security as the Executive Committee shall think fit, but so that the liability of individual members of the Society shall in no case extend beyond the amount of their respective annual subscriptions;

n. To do all such other things as are necessary for the attainment of the said purposes.

3. MEMBERSHIP

3.1 Membership shall be open to all who are interested in actively furthering the objectives of the Society.

3.2 Junior Members shall be those aged less than 18 years at the time their subscription is due; they shall not be entitled to vote.

3.3 No member shall have power to vote at any meeting of the Society if their subscription is in arrears at the time.

3.4 The subscriptions of a new member joining the Society after the 1st May in any year shall be regarded as covering membership for the Society's year commencing 1st Sept following the date of joining the Society.

4. SUBSCRIPTIONS

4.1 The subscriptions per annum shall be as the Executive Committee may determine from time to time.

4.2 Subscriptions shall be payable on or before the Society's year commencing 1st September each year.

4.2 Membership shall lapse if the subscription is unpaid by the following 1st January.

5. MEETINGS

5.1 An Annual General Meeting shall be held on or about 1st June of each year to receive the Executive Committee's report and audited accounts and to elect Officers and Members of the Committee.

5.2 Special General Meetings of the Society shall be held at the written request of twelve members of the Society whose subscriptions are fully paid.

5.3 Formal Notice and an Agenda for an Annual or Special General Meeting shall be issued to members not less than fourteen days before the Meeting.

5.4 Twenty voting members shall constitute a quorum at an Annual or Special General Meeting of the Society.

5.5 The Committee shall decide when **open** meetings of the Society shall be held and shall give at least fourteen days notice of such meetings to all members.

6. ELECTION OF OFFICERS AND MEMBERS OF THE EXECUTIVE COMMITTEE

6.1 The Society shall elect the following Officers:

A Chairman An Honorary Secretary An Honorary Treasurer

A Vice Chairman may also be elected.

6.2 In addition to the Officers, there shall be not more than seven elected committee members.

6.3 The Officers and Committee Members shall be elected at an Annual General Meeting of the Society and hold office for the ensuing year as from the end of the meeting. They shall be eligible for re-election for further terms.

6.4 Nominations for the Officers and Committee Members shall be made in writing either at or before the AGM and all nominations shall be supported by a proposer and seconder and the consent of the proposed nominee must have been obtained prior to such nomination. If nominations exceed the number of vacancies

a ballot shall take place amongst the members present at the meeting. The Executive Committee shall have power to fill unforeseen vacancies occurring amongst the Officers of the Society.

6.4 A President and Vice Presidents may be appointed by the Executive Committee. They shall have no vote other than such is available to them as subscribing members of the Society

7. THE EXECUTIVE COMMITTEE

7.1 The Executive Committee shall be responsible for the management and administration of the Society.

7.2 The Executive Committee shall consist of the Officers and the elected Committee Members. In addition the Committee shall have power to co-opt further members to act in an advisory capacity or to carry out specific duties. Co-opted members may attend meetings of the Executive Committee and may advise the Committee but may not vote.

7.3 The President and Vice Presidents may attend meetings of the Executive Committee but shall not vote at any such meeting. In the event of an equality of votes cast the Chairman shall have a second or casting vote. The Executive Committee shall meet not less than six times a year.

7.4 The Hon. Secretary shall give all members of the Committee not less than seven days' notice of each meeting. A quorum shall comprise five voting members of the Executive Committee.

7.5 The Committee and any sub Committees shall keep written notes of their meetings which shall at all reasonable times be open to inspection by members of the Society by arrangement.

8. SUB COMMITTEES

8.1 The Executive Committee may constitute such sub-committees from time to time as shall be considered necessary for such purposes as shall be thought fit. The Chairman and Secretary of each sub-committee shall be appointed by the Executive Committee and all actions and proceedings of each sub-committee shall be reported to and be confirmed by the Executive Committee as soon as possible.

8.2 Members of the Executive Committee may be members of any sub-committee and membership of a sub-committee shall be no bar to appointment to membership of the Executive Committee.

8.3 Sub committees shall be subordinate to the Executive Committee and may be regulated or dissolved by the Executive Committee.

9. EXPENSES OF ADMINISTRATION AND APPLICATION OF FUNDS

9.1 The Executive Committee shall, out of the funds of the Society, pay all properly incurred expenses of administration and management of the Society. After the payment of the administration and management expenses and the setting aside to reserve of such sums as may be deemed expedient; the remaining funds of the Society shall be applied by the Executive Committee in furtherance of the purposes of the Society.

9.2 Bank payments and transfers from the account(s) of the Society must be authorised by two signatories of the Executive Committee.

10. INVESTMENT

10.1 All monies at any time belonging to the Society and not required for immediate application for its purposes shall be invested by the Executive Committee in or upon such investments securities or property as it may think fit, subject nevertheless to such authority, approval or consent by the Charity Commissioners or

as may for the time being be required by law or by the special trusts affecting any property in the hands of the Executive Committee.

11. TRUSTEES

11.1 Any freehold and leasehold property acquired by the Society shall and if the Executive Committee so directs any other property belonging to the Society may be vested in trustees who shall deal with such property as the Executive Committee may from time to time direct. Any trustees shall be at least three in number or a trust corporation.

11.2 The Power of appointment of new trustees shall be vested in the Executive Committee. A trustee need not be a member of the Society. The Honorary Secretary shall from time to time notify the trustees in writing of any amendment hereto and the trustees shall not be bound by any such amendments in their duties as trustees unless such notice has been given.

11.3 The Society shall be bound to indemnify the trustees in their duties (including the proper charge of a trustee being a trust corporation) and liability under such indemnity shall be a proper administrative expense.

12. AMENDMENTS

12.1 This Constitution may be amended by a two-thirds majority of members present at an Annual General Meeting or Special General Meeting of the Society, provided that fourteen days' notice of the proposed amendment has been given to all members and provided that nothing herein contained shall authorise any amendment the effect of which would make the Society's objectives not exclusively charitable purposes.

13. NOTICES

13.1 Any notice required to be given by these Rules shall be deemed to be duly given if left at, sent by prepaid post or electronically mailed, to the postal or email address of that member last notified to the Society.

14. WINDING UP

14.1 The Society may be dissolved by a two-thirds majority of members voting at an Annual General Meeting or Special General Meeting of the Society confirmed by a simple majority of members voting at a further Special General Meeting held not less than fourteen days after the previous Meeting. If a motion for the dissolution of the Society is to be proposed at an Annual General Meeting or a Special General Meeting this motion shall be referred to specifically when notice of the Meeting is given.

14.2 In the event of the dissolution of the Society the available funds of the Society shall be transferred to such one or more charitable institutions having objects similar or reasonably similar to those hereinbefore declared as shall be chosen by the Executive Committee and approved by the Meeting of the Society at which the decision to dissolve the Society is confirmed.

14.3 On dissolution the minute books and other records of the Society shall be deposited with the Records Office in Gloucester, or any other local authority which is willing to make the minute books and records available for inspection by the public.