

CONSTITUTION FOR
THE BOWDON CONSERVATION GROUP

NAME

The name of the Society shall be the **BOWDON CONSERVATION GROUP**.

1. OBJECTS

The Society is established for the public benefit for the following purposes:-

- (a) To protect and preserve and stimulate public interest in the District of Bowdon in the Borough of Trafford or other appropriate Authority in control of the area of benefit which is hereinafter referred to as the "area of benefit".
- (b) To secure the preservation, conservation, development and improvement of features of general public amenity or historic or public interest in the area of benefit or immediately adjacent areas.

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

- (1) To act as a co-ordinating body and to co-operate with the local authority, voluntary organisations, charities and persons having similar aims to those of the Society.
- (2) 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.
- (3) To hold meetings, lectures and exhibitions.
- (4) 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 primary purpose.
- (5) 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.
- (6) To do all such other things as are necessary for the attainment of the said purposes.

2. MEMBERSHIP

Membership shall be open to all who are interested in actively furthering the purposes of the Society. No member shall have power to vote at any meeting of the Society if his/her subscription is in arrears at the time. The subscription of a member joining the Society in the three months preceding the 31st December in any year shall be regarded as covering membership for the Society's year commencing on the 1st January following the date of joining the Society. There shall be the facility of Life Membership.

3. SUBSCRIPTIONS

The annual subscription and life membership subscription shall be fixed by the Executive Committee. Subscriptions shall be payable on or before the 31st March in each year. Membership shall lapse if the subscription is unpaid three months after it is due.

4. MEETINGS

An Annual General Meeting shall be held in or about the end of March each year to receive the Executive Committee's Report and Audited Accounts and to Elect Officers and Members of the Committee. The Committee shall decide when Ordinary Meetings of the Society shall be held and shall give at least 21 days notice of such meetings to all members. Special General Meetings of the Society shall be held at the written request of members representing not less

than 10 per cent of the existing membership of the Society and whose subscriptions are fully paid up. 30 members personally present shall constitute a quorum for a meeting of the Society.

5. OFFICERS

The **Officers** of the Society shall be:-

1. **Chairman**
2. **Vice Chairman**
3. **Honorary Secretary**
4. **Honorary Membership Secretary**
5. **Honorary Treasurer**

6. THE EXECUTIVE COMMITTEE

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

- 6(a) The Executive Committee shall consist of the Officers of the Society and not more than 8 members who shall normally be resident or work in the area of benefit.
- 6(b) In the absence of the Chairman or Vice-Chairman at a meeting, a Chairman shall be elected by a majority of those present. In the case of equality of votes the Chairman of the meeting shall have a second or casting vote.
- 6(c) The Executive Committee shall have the power to fill vacancies should they occur.
- 6(d) The Executive Committee may in addition, appoint not more than 4 co-opted members but so that no-one may be appointed as a co-opted member, if as a result, more than one third of the members of the Executive Committee would be co-opted members. Each appointment of a co-opted member shall be made at a special meeting of the Executive Committee called under clause 6(e) and shall take effect from the end of that meeting unless the appointment is to fill a place which has not then been vacated in which case the appointment shall run from the date when the post becomes vacant. Co-opted members do not have to be a member of the Society or be resident or work in the area of benefit. Co-opted members may attend Executive Committee meetings in an advisory but non voting capacity.
- 6(e) The Executive Committee shall meet at least six times per year, at intervals of not more than two months. The Honorary Secretary shall give all members of the Executive Committee not less than seven days notice of each meeting. There shall be a quorum when at least one third of the numbers of the Executive Committee for the time being or three members of the Executive Committee, whichever is the greater, are present at a meeting. A special meeting may be called at any time by the chairman or by any two members of the Executive Committee upon not less than 4 days notice being given to the other members of the Executive Committee of the matters to be discussed but if the matters include an appointment of a co-opted member then not less than 21 days notice must be given.

7. ELECTION OF EXECUTIVE COMMITTEE

The Executive Committee Members shall retire at the Annual General Meeting and shall be eligible for re-election.

- 7(a) nominations for the election of Officers and Committee Members shall be made in writing to the Honorary Secretary two weeks before the Annual General Meeting.
- 7(b) Nominations which should have the consent of the proposed nominee, should be proposed and seconded by a member of the Society.

- 7(c) In the event of insufficient nominations being received by the Honorary Secretary prior to the Annual General Meeting nominations will be accepted at the Annual General Meeting.
- 7(d) In the event of nominations exceeding vacancies,a ballot shall take place.

8. **PRESIDENT AND VICE-PRESIDENT**

Members may appoint a President and Vice-President at the Annual General Meeting.

- 8(a) The President and Vice-President may attend the Executive Committee Meetings, but shall have no vote at such meetings.
- 8(b) The President and Vice-President shall be appointed for a year, or a longer period if decided by the members at the Annual General Meeting.
- 8(c) The President and Vice-President do not have to be a member of the Society or be resident or work in the area of benefit.

9. **EXPENSES OF ADMINISTRATION AND APPLICATION OF FUNDS**

The Executive Committee shall, out of the funds of the Society, pay all proper expenses of administration and management of the Society. After the payment of the administration and management expenses and the setting aside of 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.

10. **INVESTMENT**

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 whether by the Charity Commissioners or of the Secretary of State for the Department of the Environment 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**

All property and funds 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. The power of appointment of new trustees shall be vested in the Executive Committee. A Trustee need not be a member of the Society but no person whose membership lapses by virtue of paragraph 3 hereof shall thereafter be qualified to act as a trustee, unless and until re-appointed as such by an Executive Committee. 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. The Society shall be bound to indemnify the trustees against all expenses incurred by 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 administration expense.

12. **AMENDMENTS**

This constitution may be amended by a two-thirds majority of members present at an Annual or Special General Meeting of the Society, provided that 21 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 be to cause the Society at any time to cease to be a charity in law.

13. **NOTICES**

Any notice required to be given by these Rules shall be deemed to be duly given if left at or sent by prepaid post, addressed to the address of that member last notified to the Secretary.

14. **WINDING UP**

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 14 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. 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 herein before 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. On dissolution, the minute books and other records of the Society shall be deposited with the Civic Trust.