

# **WARNINGLID RESIDENTS' SOCIETY CONSTITUTION AND RULES**

(Completely Revised October 2005)

## **1. NAME**

The Society, which shall be non-political and non-sectarian in policy, shall be named the Warninglid Residents' Society.

## **2. OBJECTS**

The objects of the Society are as follows:

1. To preserve and to improve the amenities of Warninglid and the surrounding district.
2. To foster and encourage the growth of the community spirit among the residents of Warninglid.
3. To protect their civic interests.

## **3. MEMBERSHIP**

Membership shall be open to all residents of Warninglid, former residents of Warninglid and persons resident outside but who have an interest in Warninglid (subject to the approval of the Committee). The Committee shall have power to restrict membership and to grant honorary membership where considered desirable. An Honorary Member shall have the rights and privileges of an ordinary member.

## **4. PRESIDENT**

A President and Vice-Presidents, if so desired, shall be elected by the members at the Annual General Meeting.

## **5. COMMITTEE**

There shall be a Management Committee elected by the members at the Annual General Meeting. The Committee shall be responsible for the general management of the Society and shall consist of the Chairman, the Vice-Chairman, the Hon Secretary and the Hon Treasurer, who shall be Officers of the Society, and up to eight elected members. At Committee meetings, in the absence of the Chairman and the Vice-Chairman, the meeting shall elect its own Chairman, who shall have both a deliberative and a casting vote.

## **6. CO-OPTION**

The Committee shall have power to fill casual vacancies and to co-opt not more than two additional members. The two additional members shall not have committee voting rights.

## **7. COMMITTEE MEETINGS**

The Officers and Committee shall meet as necessary and shall keep the membership informed of their activities .

## **8. SUB-COMMITTEES**

The Committee shall have power to appoint Sub-Committees for any special objects. Sub-Committees shall have executive powers as defined by the Committee. Each Sub-Committee must include a member of the Management Committee.

## **9. DUTIES OF OFFICERS**

The Chairman shall chair Committee Meetings, the Annual General Meeting and any Special General Meetings and shall conduct the election of other Officers of the Society and members of the Committee. The Chairman shall prepare an annual report covering the activities of the Society for presentation at the Annual General Meeting. The Vice Chairman will attend Committee and General Meetings and deputise for the Chairman if required.

The Secretary shall keep, and make available to all members of the Society, Minutes of all Committee Meetings, The Annual General Meeting and any Special General Meetings. The Secretary shall convene an Annual General Meeting each year, and any Special General Meetings as may be required in accordance with this Constitution. The Secretary shall keep an up to date record of members of the Society and circulate this information to members. The Secretary shall organise the collection of subscriptions and arrange for the distribution of any Newsletters which may be prepared from time to time.

The Treasurer shall keep account of all funds received and expended by Society and shall keep such funds in the Society's bank account, except for retaining an amount as necessary for general day to day expenses. The Treasurer shall keep proper accounts and shall prepare an Annual Receipts and Payments Account for submission to the Annual General Meeting showing the Society's financial position as at the 31st December in each year.

## **10. SUBSCRIPTION**

The membership subscription shall be a minimum of £1 per year and shall be payable as from the 1st January. Any member whose subscription remains unpaid, without sufficient cause, by the 31st March of the same year shall cease to be a member.

## **11. FUNDS**

The income and property of the Society shall be applied towards the promotion of the objects of the Society. At the discretion of the Committee, honoraria may be paid; collections made at any of the Society's meetings or social gatherings; and donations made to charities or other deserving causes.

## **12. BANK ACCOUNT**

A banking account in the name of the Society shall be maintained and cheques drawn thereon shall be signed by any two Officers of the Society.

## **13. ACCOUNTS**

The Society's financial year shall be from January 1st to December 31st and all subscriptions shall be in respect of that period.

The Hon Treasurer shall submit the accounts for audit by a person appointed at the Annual General Meeting a financial statement as at the 31st December of each year. A true copy, certified by the Hon Treasurer and the Auditor, shall be sent to all members with the notice calling the Annual General Meeting.

## **14. AUDITOR**

At the Annual General Meeting an auditor, who shall not be a member of the Committee, shall be appointed by a show of hands.

## **15. QUORUMS**

At all Committee meetings five members shall form a quorum. For all General Meetings 20 members shall form a quorum. The Chairman shall have the right to exercise a deliberative and a casting vote at all such meetings. A simple majority of all the members present at any meeting shall be sufficient for a decision, unless the Chairman considers the decision to be contrary to the interests of the Membership as a whole, in which case he shall call a further meeting to which, members unable to attend, shall be able to send a voting proxy.

## **16. ANNUAL GENERAL MEETING**

The Annual General Meeting of the Society shall be held during the last week of February or first week of March each year for the following purposes:

1. To receive, and if thought fit to pass, the audited accounts for the Society for the financial year ended the 31st December.
2. To receive the report of the Chairman on the work of the Society for the year ended 31st December.
3. To receive the report of the Hon Treasurer on the financial state of the Society.
4. To elect the Officers of the Society.
5. To elect the Committee of the Society
6. To appoint an Auditor
7. To transact such other business as may be brought before it of which not less than 21 days notice in writing shall be given to the Hon Secretary.

## **17. NOTICE OF ANNUAL GENERAL MEETING**

Notice of the Annual General Meeting shall be given at least fourteen days before the date of the meeting and shall require nominations for Officers and Members of the Committee to be returned at least seven days before the date of the meeting.

## **18. SPECIAL GENERAL MEETING**

A Special General Meeting may be summoned at any time at the discretion of the Committee, or upon a written request, addressed to the Hon Secretary, and signed by not less than 20 members. Normally, notice of a Special General Meeting shall be given 14 days before the date of the meeting and shall specify the business to be discussed, but the Committee has the discretion to waive the time requirement in special circumstances.

## **19. CHAIRMAN AT ANNUAL GENERAL AND SPECIAL GENERAL MEETINGS**

At an Annual General Meeting and at any Special General Meeting the Chairman shall preside or, failing him, the Vice-Chairman. In the absence of both these Officers, the meeting will elect its own chairman who will have both a deliberative vote and a casting vote.

## **20. NOMINATIONS**

Any member of the Society shall be entitled to submit nominations for Officers and Committee members which must be duly proposed and seconded by a member. The consent of any persons nominated must be obtained prior to submitting the nomination.

## **21. DISSOLUTION**

If the Society is wound up or dissolved, and after all its debts and liabilities have been satisfied, there remains any property, it shall not be paid to or distributed among members of the Society but shall be given or transferred to some other group or groups having objects similar to the objects of the Warninglid Residents' Society. Furthermore, the Constitution of such group or groups must have similar restrictions on distribution of property in the event of their own dissolution. In the event that the foregoing cannot be achieved, then distribution of the remaining assets shall be made to some other charitable object.

## **22. ALTERATION OF RULES**

Alteration of these Rules shall only be made at an Annual General Meeting or a Special General Meeting. Written notice of any proposed alteration must be received by the Hon Secretary at least twenty one days before the date of the meeting..

## **23. AVAILABILITY OF RULES**

A copy of these Rules shall be available on application to the Hon Secretary.

Oct 2005