

## LITTLEHAMPTON SOCIETY CONSTITUTION

### **1. Name**

The name of the Society shall be the Littlehampton Society.

### **2. Aims & Objectives**

The Society is established for the public benefit for the following purposes in the area comprising the Littlehampton District, which area shall hereinafter be referred to as “the area of benefit”.

#### **Aims**

- (i)** To promote high standards of planning and architecture in the area of benefit.
- (ii)** To secure the preservation, protection, development and improvement of features of historic or public interest in the area of benefit.
- (iii)** To promote and develop an awareness of, and involvement in, social, educational and cultural aspects of the area of benefit.

#### **Objectives**

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

- (i)** To promote research, and to publish the results of any such research.
- (ii)** To act as a coordinating body and to co-operate with the Local Authority and all other local and statutory authorities, voluntary organisations, charities and persons having aims similar to those of the Society.
- (iii)** To promote or assist in promoting activities throughout the area of benefit in furtherance of the cultural and artistic life of the inhabitants thereof.
- (iv)** To publish papers, reports and other literature.
- (v)** 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, for public benefit.
- (vi)** To hold meetings, lectures and exhibitions.
- (vii)** To stimulate public interest in the area of benefit and educate public opinion and to give advice and information.
- (viii)** To raise funds and to invite and receive contributions from any person or persons, organisation or charity whatsoever by way of subscription, donation and

otherwise.

- (ix) To take and accept any gifts of property, whether subject to any special trusts or not.
- (x) To sell, let, mortgage, dispose or to turn to account all or any of the property or funds for its primary purposes.
- (xi) To buy, lease or otherwise acquire buildings or land or any estate or interest therein.
- (xii) To enter into and carry out contracts.
- (xiii) To do all such things as are necessary for the attainment of the said purposes.

### 3. **Membership**

- (i) Membership shall be open to all who are interested in actively furthering the purposes of the Society.
- (ii) **Student Members** shall be those aged less than 21 years at the time their subscription is due.

### 4. **Subscriptions**

Annual subscription rates and categories of membership shall be agreed by a simple majority vote at the Annual General Meeting or Special General Meeting.

### 5. **Meetings**

- (i) An **Annual General Meeting** shall be held in September of each year, to receive the Executive Committee's Report and Annual Accounts, duly examined in accordance with current Charity laws, and to elect Members of the Executive Committee.
- (ii) **Special General Meetings** of the Society shall be held at the written request of members representing not less than ten per cent of the existing membership of the Society or ten members, whichever is the greater, and whose subscriptions are fully paid up.
- (iii) The Executive Committee shall decide when **the Annual General Meeting** of the Society shall be held, and shall give at least twenty-one days' notice of such meetings to all Members.
- (iv) **Voting** No member shall have the power to vote at any meeting of the Society if his/her subscription is in arrears at the time.
- (v) **The Quorum** for a General Meeting of the Society shall comprise 10% of the members of the Society or ten members, whichever is the greater, whose subscriptions are fully paid up.

### 6. **Officers**

(i) **The Officers** of the Society shall consist of:

- Chairman
- Vice Chairman
- Honorary Treasurer

all of whom shall relinquish their office every three years by rotation and shall be eligible for re-election by the Executive Committee .

(ii) **Nominations** for the election of Officers shall be made in accordance with the Standing Orders Governing Elections.

(iii) The Executive Committee shall have the power to fill **Casual Vacancies** occurring among the Officers of the Society.

(v) **A President** may also be elected at a General Meeting of the Society for periods to be decided at such meeting.

## 7. **The Executive Committee**

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

(ii) The Executive Committee shall consist of the Officers and not more than seven other members, elected at the Annual General Meeting.

(iii) All Members of the Executive Committee shall be the **Trustees of the Society**.

(iv) The Committee **shall have the power to co-opt** no more than four additional members (including Local Authority employees). Co-opted members will not have any voting rights.

(v) Members of the Executive Committee may serve for a period of three years and shall be eligible for re-election at the Annual General Meeting.

(vi) Any Committee member who, without submission of an apology or reasonable grounds, fails to attend three consecutive Committee Meetings shall be **deemed to have resigned** from the Committee, and be notified of this in writing.

(vii) **Voting**

(a) **The President** may, by invitation, attend any meeting of the Executive Committee but shall not vote at any such meeting.

(b) In the event of an **equality in the votes cast**, the Chairman shall have a second or casting vote.

(viii) **Elections** to the Executive Committee shall be made in accordance with the

Standing Orders Governing Elections, Annex B.

- (ix) The Executive Committee shall **meet not less than four times a year** at intervals of not more than three months and the Honorary Secretary shall give all Members not less than seven days' notice of each meeting.
- (x) **Minutes** shall be made and kept of the business conducted at each Meeting of the Executive Committee.
- (xi) **The Quorum** shall comprise four elected members of the Executive Committee.
- (xii) **Disqualification and removal of trustees and/or committee members**  
A trustee and/or committee member shall cease to hold office if he or she:
  - (a) is disqualified from acting as a trustee by virtue of sections 178 and 179 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision);
  - (b) ceases to be a member of the charity;
  - (c) in the written opinion, given to the charity, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a trustee and may remain so for more than three months;
  - (d) resigns as a trustee and/or committee member by notice to the charity (but only if at least three trustees will remain in office when the notice of resignation is to take effect); or
  - (e) is absent without the permission of the trustees from all their meetings held within a period of six consecutive months and the trustees resolve that his or her office be vacated
  - (f) is deemed to be acting in a way which is prejudicial to the working of the Board and or the organisation, provided that the organisations procedure to determine this has been followed

## 8. **Sub-Committees**

- (i) The Executive Committee may constitute such Sub-Committees as shall be considered necessary.
- (ii) The **Chairman** for each Sub-Committee must be a member of and appointed by the Executive Committee.
- (iii) **Sub-Committees** may include members who are not members of the Executive Committee and other persons with relevant experience and/or knowledge subject to clause 8(ii)

- (iv) **Sub-Committees** shall be **subordinate to the Executive Committee** and may be regulated or dissolved by the Executive Committee.
- (v) **All actions and proceedings** of each Sub-Committee shall be reported to and be confirmed by the Executive Committee as soon as possible.

**9. Standing Orders**

The Society shall adopt such Standing Orders as deemed necessary from time to time for the proper conduct of its business. These are in Annex A and Annex B.

**10. Expenses of Administration and Application of Funds**

- (i) The Executive Committee shall, out of the funds of the Society, pay all proper expenses of administration and management of the Society.
- (ii) After the payment 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 Aims & Objectives of the Society.

**11. Investment**

All monies at any time belonging to the Society and not required for immediate application for its Aims & Objectives 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 other body as may for the time being be required by law or by special trusts affecting any property in the hands of the Executive Committee.

**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 ten 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**

- (i) 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.
- (ii) 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.

- (iii) 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.
  
- (iv) On dissolution, the **Minute Books** and **other Records** of the Society shall be deposited in an appropriate Archive 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.

#### **Annex A – General Standing Orders**

1. The **Financial Year** shall end on 31<sup>st</sup> March.
2. The **Accounts** should be completed in time to be available with the AGM papers.
3. The **Magazine** should be published by 31<sup>st</sup> May.

#### **Annex B – Standing Orders Governing Elections**

1. **A Circular** shall be sent to all Members twenty-one days before the date of the Annual General Meeting, requesting Nominations to the Executive Committee.
2. **Candidates shall be nominated** by two Members and signify their acceptance of that nomination.
3. The **closing date for nominations** shall be one week prior to the Annual General Meeting.
4. Nominations may be accompanied by up to fifty words introducing each Candidate.
5. **Ballot forms** will be available, if required, at the Annual General Meeting.
6. Those unable to attend the Annual General Meeting can obtain a **Postal Vote**, on request, to the Honorary Secretary twenty-one days before the Annual General Meeting.

This Constitution was accepted by a Special General Meeting of the Society on **5<sup>th</sup> April 2019**