

THE BATTERSEA SOCIETY

Rules and Constitution 2018 (To be ratified at the AGM in March 2018)

1. NAME

The Battersea Society shall be regulated by the Rules contained in the Constitution

2. OBJECTS

The objects of the Society shall be to preserve and improve the amenities of Battersea determined by the area of the former Metropolitan Borough of Battersea (which currently includes Latchmere, Northcote, Queenstown, St Mary's Park, Shaftesbury and parts of Balham and Fairfield wards).

To do this particularly by:

- (a) stimulating interest in the history, character and traditions of Battersea
- (b) encouraging good architecture, town planning and civic design, the conservation and proper maintenance of open spaces, and environmental management including the planting and care of trees, air pollution and traffic control
- (c) engaging in, and promoting awareness of, issues of concern to the community
- (d) making representations to the proper authorities on these subjects

3. POWERS

In furtherance of its Objects, the Society through its Executive Committee, shall have the following powers:

- (1) To promote civic pride in the area of benefit
- (2) To review and, where appropriate, comment upon planning issues within its area of interest
- (3) To work constructively with the local authorities, planning committees, and all other statutory authorities, voluntary organisations, charities, and persons having aims similar to those of the Society
- (4) To publish papers, reports and other literature
- (5) To hold meetings, lectures and exhibitions
- (6) To raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscriptions, donations or otherwise; provided that the Society shall not undertake any permanent trading activities in raising funds for its primary purpose

(7) To acquire, by purchase, gift or otherwise, property and equipment to enable the efficient running of the Society

(8) To make charitable and local community project donations as from time to time the Executive Committee sees fit

4. MEMBERSHIP

Subject to the provision of Rule 8, membership of the Society shall be open to all who are interested in furthering the Objects of the Society

5. EXECUTIVE COMMITTEE

(1) There shall be an Executive Committee of the Society which shall be constituted in accordance with these Rules

(2) The Society shall elect not more than twelve (and not fewer than eight) members of the Society to be Trustees and members of the Executive Committee

(3) Trustees so elected may co-opt not more than four further persons to be members of the Executive Committee, albeit in a non-voting capacity and not serving as Trustees

(4) The Officers to be appointed under Rule 6 shall be elected by the Trustees of the Society. In the event of an equality of votes cast, the Chair shall have a second, or casting, vote

(5) In the choice of persons for membership of the Executive Committee (Trustees, Officers and Co-opted), regard shall be had, amongst other things, to the importance of including persons representative of the community and known to have knowledge and experience of matters relevant to the Objects of the Society

(6) the Executive Committee shall be responsible for the day-to-day work of the Society, and shall have the power to take any action on behalf of the Society which the Committee thinks fit to take for the purpose of furthering the Objects of the Society and shall make and publish every year a Report of the activities of the Society during the previous year which will be presented at the Annual General Meeting.

(7) The Executive Committee shall meet at least four times in each calendar year

(8) A member of the Executive Committee who is absent from two successive meetings of the Committee without an explanation which the Committee approves shall cease to be a member of the Committee

(9) Trustees must retire by rotation every third year but may offer themselves for re-election by the Society. Three of the elected trustees shall retire each year. Retirement shall be in rotation according to seniority of election.

(10) Trustees will not be eligible for re-election if they have served on the Executive Committee for a continuous period of 9 years. Any Trustee may seek re-election one year after previously serving.

(11) Trustees will make every effort to encourage and support members of the Society to join committees and to stand for election.

(12) By Resolution of a majority of the Trustees the appointment of any Trustee or member of the Executive Committee may be rescinded during their term of office for reasons deemed substantial

(13) The quorum for the Executive Committee shall be one-third of the Trustees

6. OFFICERS

(1) The officers of the Society shall consist of:

- a Chair
- a Secretary
- a Treasurer

(2) The Chair, Secretary and Treasurer must be Trustees of the Society and shall be elected by Trustees at the first meeting of the Executive following the Annual General Meeting or, in the event of a vacancy, at a subsequent Executive Meeting.

(3) The term of office of the Chair shall be three years, but the Chair may stand for re-election for a second term for an additional three years. The Chair must resign after 6 years, but may stand again for election after a lapse of one year.

(4) Other Officers may serve for a period of three years from the date of election, and may stand again for a second and third term, but must resign after 9 years. They can seek re-election after a period of one year.

(5) The Chair shall have the power to take decisions on behalf of the Society between meetings of the Executive Committee, providing that the Chair keeps Trustees informed and has their majority approval.

(6) The Chair, together with the Membership Secretary and/or membership administrator, will be responsible for membership issues

7. COMMITTEES

(1) The Executive Committee may constitute such committees from time to time as shall be considered necessary to further the Objects of the Society

(2) Each committee will operate within Terms of Reference drawn up by that committee and agreed by the Executive Committee

(3) Each committee shall have within its membership at least one Trustee of the Society

(4) Committees shall be subordinate to, and may be regulated and dissolved by, the Trustees

8. SUBSCRIPTIONS*

- (1) The Trustees shall prescribe the amount of the subscriptions to be paid by members of the Society and the date on which they are due, and the period in respect of which they are payable
- (2) The subscription of a member joining the Society in the three months October to December in any year shall be regarded as covering membership for the Society's year starting on the first of January following the date of joining the Society
- (3) Membership shall lapse if the subscription is unpaid for four months after it is due, but may be restored by the Executive Committee

9. GENERAL MEETINGS

- (1) In these Rules 'General Meeting' means a meeting of the Society open to all its members and held for the purpose of managing and voting upon the activities of the Society
- (2) The Executive Committee shall arrange at least one General Meeting every year, to be called the Annual General Meeting, and may arrange as many other General Meetings, in these Rules referred to as Special General Meetings, as it may think fit. Notice of the date of such meetings shall be given not less than twenty-eight days ahead
- (3) General Meetings, the agenda for which shall be circulated not less than twenty-one days in advance of the meeting via email, and will be available on the Society's website, shall take place at such times and places as the Executive Committee shall specify
- (4) The Chair of the Society, or some person nominated by the Chair, shall preside
- (5) Any election of one or more Trustees shall be held at a General Meeting
- (6) No person shall be eligible for election as a Trustee unless:
 - (i) he or she has been proposed and seconded by other members of the Society, and has consented to serve, and
 - (ii) the names of the three persons concerned, and the fact of the consent, have reached the Secretary in writing at least fourteen days before the General Meeting (either by email or hard copy)
- (7) If the Secretary duly receives more names for election than there are vacancies, he or she shall prepare voting papers for use at the General Meeting and those persons who receive most votes shall be declared elected
- (8) A Member may appoint another Member as their proxy to attend a General Meeting and to vote on their behalf and in their name if the Member has given notice in writing signed by them to the Secretary not less than seven days before the General Meeting of the name of the proxy and stating that the Member has appointed the proxy to attend the General Meeting
- (9) The agenda for the Annual General Meeting shall include:

- (i) receiving the Annual Report, and
- (ii) receiving the Annual Accounts

(10) At the Annual General Meeting any member of the Society may comment on any matter mentioned in the Report or Accounts, and may raise any matters not mentioned in the Report, if it is within the Objects of the Society

(11) Resolutions by members may be made only at the Annual General Meeting or at a Special Meeting as permitted under sub-section 13 of this Section of the Constitution. Any member who wishes to make a Resolution shall give notice of such Resolution by sending it to the Society to reach the Secretary at least twenty-eight days before the date of the meeting. The Resolution, if seconded at the meeting by another member, will be put to the vote

(12) The outcome of any vote held at the Annual General Meeting should be decided by a majority of those members voting in person or by proxy

(13) If any twenty members of the Society apply to the Executive Committee in writing for a Special Meeting of the Society, the Committee shall consider the application, and may make it a condition of granting it that the expense should be defrayed by the applicants

10 AMENDMENTS

(1) These Rules may be amended by a two-thirds majority of the members voting in person or by proxy and voting at an Annual or Special General Meeting if a notice in writing of the proposed amendment has reached the Secretary at least twenty-eight days before such a Meeting. Providing 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

(2) The Secretary shall send notices of any such amendment to the members of the Society twenty-one days before the General Meeting

11 DECLARATION OF INTEREST

It shall be the duty of every member who is in any way directly or indirectly interested financially or professionally in any item discussed at any meeting of the Society (including any meeting of the Executive or other Committee) at which he or she may be present to declare such interest and he or she shall not discuss such item (except by invitation of the Chair) or vote thereon.

12 EXPENSES OF ADMINISTRATION AND APPLICATION OF FUNDS

(1) The Executive Committee shall, out of funds of the Society, pay all proper expenses of administration and management of the Society. After payment of the administration and management expenses, and the setting aside of reserves of such sums as may be deemed expedient, the remaining funds of the Society shall be applied by the Trustees in furtherance of the purposes of the Society

(2) All assets shall be held in the name of the Society and drawn upon only by an officer of the society. Cheques must be signed and bank transfers carried out by designated officers of the Society, whose details are registered with the Society's bank. Banking records and transactions can be presented to the Trustees, on request, by the designated officers of the Society.

(3) Annual accounts will be presented to the Trustees each year with an independent examination of the annual accounts being undertaken every year.

13 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 investment, securities or property as it may think fit, subject nevertheless to such authority, approval or consent by the Charity Commission as may for the time being be required by law or by special trusts affecting any property in the hands of the Executive Committee.

14 NOTICES

Any notice required to be given by this constitution shall be deemed to be duly given if left at, or sent by pre-paid post or sent by e-mail to the address of that member last notified to the Secretary. The accidental omission to give notice of a General meeting to one or more members or the non-receipt of notice by one or more members shall not affect the validity of the meeting.

15 INTERPRETATION OF RULES AND OMISSIONS

Trustees shall have power to interpret these Rules if there should be any ambiguity or difference of opinion concerning the purpose or interpretation of any Rule. Trustees shall have power to deal with any matter not provided for in these rules.

16 WINDING UP

(1) The winding-up of the Society shall be subject to a Resolution proposed by the Executive Committee and approved by a two-thirds majority present at a Special General Meeting.

(2) In the event of the winding-up of the Society the available funds of the Society shall be transferred to such one or more charitable institutions having objects reasonably similar to those herein before declared as shall be chosen by the Executive Committee of the Society and approved by the Meeting of the Society

* The subscriptions due in 2018 are:

Standard (up to 4 members)	£15.00
Voluntary Groups/businesses	£ 25.00
Life Membership	£125.00

November 2017