



**CONSTITUTION**

**OF THE**

**HARTFORD CONSERVATION GROUP**

**THE CIVIC SOCIETY FOR HARTFORD**  
**(HUNTINGDONSHIRE)**

# INDEX

1. NAME
2. OBJECTS
3. POWERS
4. MEMBERSHIP
5. GENERAL MEETINGS
6. OFFICERS
7. HONORARY MEMBERS
8. THE EXECUTIVE COMMITTEE
9. SUB-COMMITTEES
10. POWERS OF EXECUTIVE COMMITTEE
11. BENEFITS TO MEMBERS OF EXECUTIVE COMMITTEE
12. DECLARATION OF INTEREST
13. EXPENSES OF ADMINISTRATION AND APPLICATION OF FUNDS
14. INVESTMENT
15. TRUSTEES
16. RECORDS AND ACCOUNTS
17. NOTICES
18. AMENDMENTS
19. DISSOLUTION



## **CONSTITUTION**

### **OF**

## **HARTFORD CONSERVATION GROUP**

### **The Civic Society for Hartford (Huntingdonshire)**

#### **1. NAME**

The name of the society shall be the Hartford Conservation Group.

#### **2. OBJECTS**

The society is established for the public benefit for the following purposes in the area comprising the Hartford Conservation Area and neighbouring area which area shall hereinafter be referred to as "the area of benefit".

- 2.1** To promote high standards of planning and architecture in or affecting the area of benefit
- 2.2** To educate the public in the geography, history, natural history and architecture of the area of benefit
- 2.3** To secure the preservation, protection, development and improvement of features of historic or public interest in the area of benefit

#### **3. POWERS**

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

- 3.1** To promote civic pride in the area of benefit
- 3.2** To promote research into subjects directly connected with the objects of the Society and to publish the results of any such research
- 3.3** To act as a coordinating and advisory body and to cooperate with the local authorities, planning committees and all other statutory authorities, voluntary organisations, charities and persons having aims similar to those of the society
- 3.4** To promote or assist in promoting activities of a charitable nature throughout the area of

benefit

- 3.5** To publish papers, reports and other literature
- 3.6** 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
- 3.7** To hold meetings, lectures and exhibitions
- 3.8** To educate public opinion and give advice and information
- 3.9** To raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscriptions, donation and otherwise provided that the Society shall not undertake any permanent trading activities in raising funds for its primary purpose
- 3.10** To acquire by purchase, gift or otherwise, property whether subject to any special trust or not
- 3.11** Subject to such consents as may be required by law, to see, let, mortgage, dispose of or turn to account all or any of the property or funds of the Society as shall be necessary
- 3.12** Subject to such consents as may be required by law, 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
- 3.13** To do all such other lawful things as are necessary for the attainment of the said purposes
- 3.14** To pay for the Indemnity Insurance for Executive Committee members should it be needed

#### **4. MEMBERSHIP**

- 4.1** Membership shall be open to any individual or organisation interested in promoting the Objects.
- 4.2** The Executive Committee may establish different classes of membership, prescribe their respective privileges and duties and set the amount of any subscriptions. The subscription rates will be set annually and ratified at the Annual General Meeting.
- 4.3** The Executive Committee must keep a register of members
- 4.4** No member shall have power to vote at any meeting of the Society if his or her subscription is in arrears at the time.
- 4.5** Membership is terminated if:
  - i. The member dies or a corporate member ceases to exist
  - ii. The member resigns by written notice to the Conservation Group
  - iii. The Executive Committee resolves to terminate the membership on the grounds that, in their reasonable opinion, the member's continued membership would be prejudicial to the Conservation Group. The Executive Committee may only pass such a resolution after notifying the member in writing and considering the matter

in the light of any written presentations which the member puts forward within 14 days after receiving the notice

**4.6** A member whose subscription is six months in arrears ceases to be a member but may be reinstated on full payment of the amount due

**4.7** Membership of the Conservation Group is not transferable

## **5. GENERAL MEETINGS**

**5.1** Members are entitled to attend general meetings of the Conservation Group either in person (or in the case of a corporate member an authorised person). General Meetings are called on at least 10 clear days written notice to the members specifying the business to transact.

**5.2** There is a quorum at a general meeting if the numbers of members present is at least 12.

**5.3** If the elected Chairman is unable or unwilling to chair the meeting then some other member elected by those present may take the chair.

**5.4** Except where otherwise provided by this Constitution, every issue at a general meeting is determined by a simple majority of votes cast by the members present.

**5.5** Except for the Chairman of the meeting, who has a casting vote, every member present is entitled to one vote on every single issue subject to his/her subscription not being in arrears.

**5.6** An Annual General Meeting must be held every year in or about 30 September of each year

**5.7** At an AGM the members

a) receive the accounts of the Conservation Group for the previous year

b) receive the report of the Executive Committee

c) appoint an auditor or independent examiner where required

d) accept the retirement of the elected Executive Committee members and officers who are retired or wish to retire from the Committee

e) elect or re-elect Elected Committee members to fill the vacancies

f) elect from among the members officers to fill any other vacancies arising

g) may confer on any individual (with his/her consent) the honorary title of President or Vice-President.

h) discuss and determine any issues of policy or deal with any other business put before them by the Executive Committee

**5.8** Any general meeting which is not an AGM is an EGM

- 5.9** An EGM may be called at any time by the Executive Committee and must be called within 14 working days after a written request to the Executive Committee from at least 12 members

## **6. OFFICERS**

Nomination for the election of Officers shall be made in writing to the Honorary Secretary at least 14 days before the Annual General Meeting. Such nominations shall be supported by a seconder and the consent of the proposed nominee must first be obtained. The election of officers shall be completed prior to the election of further Committee members. Nominees for election as Officers or Committee members shall declare at the Annual General Meeting at which their election is to be considered any financial or professional interest known or likely to be of concern to the Society.

The Officers of the Society shall consist of:-

Chairman  
Vice Chairman  
Honorary Secretary  
Honorary Treasurer

All of whom shall relinquish their office every year and shall be eligible for re-election at the Annual General Meeting. A President and Vice –Presidents may also be elected at a General Meeting of the Society for periods to be decided at such a meeting. The Executive Committee shall have the power to fill casual vacancies occurring among the Officers of the Society.

## **7. HONORARY MEMBERS**

- 7.1** The Conservation Group may appoint the following Honorary Members in accordance with paragraph 5.7 (g)

President  
Vice-President

- 7.2** The members will determine the period of office of Honorary Members
- 7.3** Honorary Members shall be entitled to attend meetings of the Executive Committee but shall not be entitled to vote

## **8. THE EXECUTIVE COMMITTEE**

- 8.1** The Executive Committee comprising the officers, elected Executive Committee members and Co-opted committee members shall be responsible for the management and administration of the Society.
- 8.2** The Executive Committee shall consist of the officers and not less than four and not more than six other members.
- 8.3** The Committee shall have the power to co-opt further members (who shall attend in an advisory and non-voting capacity).

- 8.4 The President and Vice-Presidents may attend any meeting of the Executive Committee but shall not vote at any such meeting.
- 8.5 In the event of equality in the votes cast, the Chairman shall have a second or casting vote.
- 8.6 Nominations for election to the Executive Committee shall be made in writing to the Secretary at least 14 days before the Annual General Meeting. These must be supported by a seconder and the consent of the proposed nominee must first have been obtained. If the nominations exceed the number of vacancies, a ballot shall take place in such a manner as shall be determined. Members of the Executive Committee shall be elected annually at the Annual General Meeting of the Society and out-going members may be re-elected.
- 8.7 The Executive Committee shall meet not less than six times a year at intervals of not more than two months and the Secretary shall give all members not less than seven days notice of each meeting. The quorum shall, as near as may be, comprise one third of members of the Executive Committee. The Executive Committee shall have the power to fill up to three casual vacancies occurring among the members of the Executive Committee between General Meetings.
- 8.8 Every Executive Committee member, after appointment or re-appointment, must sign a declaration of willingness to act as a Charity Trustee of the Conservation Group before he/she may vote at a meeting of the Executive Committee

## **9. SUB-COMMITTEES**

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. Members of the Executive Committee may be members of any sub-committee. Sub-committees shall be subordinate to and may be regulated or dissolved by the Executive Committee.

## **10. POWERS OF EXECUTIVE COMMITTEE**

- 10.1 to make standing orders consistent with the constitution to govern proceedings at general meetings
- 10.2 to make rules consistent with this constitution to govern their proceedings and proceedings of subcommittees
- 10.3 to make regulations consistent with this constitution to govern the administration of the Conservation Group (including operation of bank accounts and the commitment of funds)
- 10.4 to resolve, or establish, procedures to assist the resolution of disputes within the Conservation Group

## **11. BENEFITS TO MEMBERS AND EXECUTIVE COMMITTEE**

- 11.1 The property and funds of the Conservation group must only be used for promoting the

Objects and do not belong to the members or the Executive Committee

**11.2** No Executive Committee member may receive any payment of money or other material benefit (whether direct or indirect) from the Conservation Group except:

- a) The indemnity insurance or contractual payments
- b) Reimbursement of reasonable out of pocket expenses actually incurred in the administration of the Conservation Group

**11.3** An Executive Committee member may not be an employee but may enter into a contract with the Conservation Group to supply goods or services in return for payment or other material benefit, but only if

- a) the goods or services are actually required
- b) the nature and level of the benefit is reasonable

## **12. 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 any Committee or Sub-Committee at which he or she may be present) to declare such interest and withdraw from the meeting unless invited to attend by the Chairman e.g. to provide information

## **13. 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 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 purpose of the Society.

## **14. INVESTMENT**

All money 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 Commissioners 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.

## **15. TRUSTEES**

The Officers, Elected Executive Committee Members and Co-opted Committee Members shall be the Charity Trustees and in this Constitution are together called the Executive Committee.



## **16. RECORDS AND ACCOUNTS**

- 16.1** The annual accounting period shall be 1<sup>st</sup> October to 30<sup>th</sup> September.
- 16.2** The Executive Committee must comply with the requirements of the Charities Act as to the keeping of financial records, the audit or independent examination of accounts and the preparation and transmission to the Charities Commission of
- a. Annual returns
  - b. Annual reports
  - c. Annual statement of accounts
- 16.3** The Executive Committee must keep proper records of
- a. All proceedings at general meetings
  - b. All proceedings at meetings of the Executive Committee
  - c. All reports of sub-committees
  - d. All professional advice obtained
- 16.4** Accounting records must be made available for inspection by any Executive Committee member or members

## **17. NOTICES**

- 17.1** Notices under this constitution may be sent by hand, by post or by suitable electronic means
- 17.2** The address at which a member is entitled to receive notices is the address in the Conservation Group's register

## **18. AMENDMENTS**

This constitution may be amended by a two-thirds majority present at an Annual General Meeting or EGM of the Conservation Group, provided that 28 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 and provided further that no amendment shall be made to Clause 2, Clause 11 or Clause 19 until the approval in writing of the Charity Commissioners or other authority having charitable jurisdiction shall have been obtained.

## **19. DISSOLUTION**

- 19.1** The Society may be dissolved by a two-thirds majority of members 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.
- 19.2** 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 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.

**19.3** The Executive Committee will remain in office as charity trustees and will be responsible for the orderly winding up of the Conservation Group's affairs

**19.4** A final report and statement of account relating to the Conservation group must be sent to the Charity Commissioners

**ADOPTED AT THE ANNUAL GENERAL MEETING OF  
THE HARTFORD CONSERVATION GROUP  
HELD ON OCTOBER 18<sup>th</sup> 2011  
IN THE HARTFORD VILLAGE HALL**

**SIGNED**

**Name**.....

**Signature**.....Chairman

**WITNESSED**

**Name**.....

**Address**.....

.....

.....

**Occupation**.....

**Signature**.....