

# **THE MOSELEY SOCIETY CONSTITUTION**

- 1. NAME** The name of the Society shall be The Moseley Society.
- 2. OBJECTS** The Society is established for the public benefit for the following purposes in the area comprising Moseley in Birmingham which area shall hereinafter be referred to as "the area of benefit".
- (i) To promote high standards of planning and architecture in or affecting the area of benefit.
- (ii) To educate the public in the geography, history, natural history and architecture of the area of benefit.
- (iii) To secure the preservation protection development and improvement of features of historic or public interest in the area of benefit.
- (iv) To pursue these ends by means of meetings, exhibitions, lectures, research, publications, other forms of instruction and publicity, and promotion of schemes of a charitable nature and do all such other things as are necessary for the attainment of the above purposes.
- 3. MEMBERSHIP** Membership shall be open to all who are interested in the aims of the Society. The membership years runs from 1<sup>st</sup> January and subscriptions will be decided at the Annual General Meeting on the advice of the Trustees. The Trustees have the power to cancel a membership that is unpaid 6 months after it is due.
- 4. MEETINGS** An Annual General Meeting shall be held in or about May of each year to receive the Trustees' report and accounts prepared and examined in accordance with the provisions of the Charities Act 2011 and Accounting and Reporting by Charities: Statement of Recommended Practice.
- The Trustees shall decide when ordinary meeting of the Society shall be held.
- Special General Meetings of the Society shall be held at the written request of fifteen or more members whose subscriptions are fully paid up. Twelve members personally present shall constitute a quorum for a Meeting of the Society.
- The Trustees shall give at least 7 days' notice to members of all Meetings of The Society.

## **6. TRUSTEES**

The Society shall be managed by a committee of a minimum of 9 and a maximum of 11 Trustees whose office and tenure shall be as follows:

6.1. Trustees shall be appointed by election by a majority of members present in person or by proxy at the Annual General Meeting of the Society.

6.2 Trustees shall be appointed for three years and one-third of Trustees shall retire by rotation each year.

6.3 Retiring Trustees may stand for re-election

6.4 Trustees may be voted out of office by a majority of members present and voting at the Annual General Meeting of the Society or at a General Meeting of the Society duly convened.

6.5. Any Trustee ceases to hold office if absent, without having given notice, from 3 successive meetings of the Trustees and is asked by a majority of the other Trustees to resign.

6.6 Immediately following the AGM, Trustees shall elect officers – Chair or two Co-chairs, Hon. Secretary and Hon. Treasurer.

## **7. TRUSTEE MEETINGS**

7.1 Trustees must hold at least 3 meetings each year. Decisions will be by majority of those present, the Chair having a casting vote.

7.2 At least 5 Trustees must be present at each meeting.

7.3 If any Trustee has a conflict of interest, they must declare it and leave the meeting while the relevant matter is considered.

7.4 The Trustees may delegate tasks to sub-committees, which must include at least one Trustee, and which can co-opt further members. The sub-committees are responsible to the Trustees and may not make decisions binding the Society without the approval of the Trustees.

**8. AMENDMENTS** This Constitution may be amended by a two thirds majority of members present at an Annual General Meeting or Special General Meeting of the Society, provided that 28 days' notice of the proposed amendment has been given to all members, and provided that nothing 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.

## **9. MONEY, PROPERTY AND WINDING UP OF THE CHARITY**

9.1 Money and property must only be used for the Objects of the Society.

9.2 Trustees cannot receive money or property from the Society, except in refund of reasonable out-of-pocket expenses.

9.3 Money held by the Society that is not required for immediate use in furtherance of the objects may be invested by the Trustees in such legal ways as they think fit and consider prudent.

9.4 Money other than that invested must be held in the Society's bank account. Cheques or other withdrawals must be signed by 2 Trustees, one of whom should be the Hon. Treasurer. Electronic banking may be used provided that a dual authorisation system is in place.

9.5 Winding up the Society. 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 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.

**ENDS.**