

KENDAL CIVIC SOCIETY

CONSTITUTION

1. NAME The name of the Society shall be **THE KENDAL CIVIC SOCIETY**.

2. OBJECTS

The objects of the Society shall be to promote and encourage the following objects by charitable means but not otherwise:

- (a) the making and maintaining of Kendal and its environs (hereinafter referred to as "the Area") as an attractive and stimulating locality rich in biodiversity, in which to live and work;
- (b) high standards in architecture, building, and town and country planning in the Area;
- (c) the stimulation of public consciousness and appreciation of the beauty, natural beauty, history and character of the Area;
- (d) the preservation for the benefit of the public of buildings and features of beauty, natural beauty, or historic or architectural interest in the Area;
- (e) the creation or improvement of features of beauty, natural beauty, or interest in the Area;
- (f) the avoidance, removal or improvement in the Area of building, town and country planning, construction or development which is unsightly or, in the public interest, undesirable;
- (g) a sense of civic pride amongst members of the public generally (including corporate bodies), or any section of the public in the Area;
- (h) without prejudice to the generality of the foregoing, the furthering of the abovementioned objects by all or a of the following means:
 - (i) the printing, publication and distribution by sale or otherwise, of books, pamphlets, papers and pictorial or other matter;
 - (ii) the provision, promotion and organisation of lectures, educational courses, public and private meetings, exhibitions, and other forms of instruction and publicity.

3. MEMBERSHIP

- (a) Any person interested in the objects of the Society shall be eligible for membership.
- (b) Members shall pay such annual subscription as the Executive Committee may determine. Subscriptions shall be due on the 1st day of January each year.

4. THE PRESIDENT

The Society shall be empowered to appoint a President who shall be elected by the Members at the Annual General Meeting. Nominations for the Presidency shall be delivered to the Hon. Secretary of the Society at least seven days before the Annual General Meeting, willingness of the nominee to accept having been obtained. The President shall retire at the Annual General Meeting but shall be eligible for re-election.

5. THE EXECUTIVE COMMITTEE

- (a) The Governing Body of the Society (hereinafter called the "Executive Committee") shall consist of twelve members of the Society who shall be the Charity Trustees of the Society. They shall retire at the Annual General Meeting but shall be eligible for re-election.
- (b) The Executive Committee shall have power to co-opt persons to serve on the Executive Committee but not to be Trustees of the Society. Such members shall serve until the next Annual General Meeting.
- (c) Nominations for election to the Executive Committee shall be delivered to the Hon. Secretary of the Society at least seven days before the Annual General Meeting, consent of the nominee having been obtained. Where nominations exceed vacancies a vote shall be taken.
- (d) The Executive Committee shall approve the annual accounts prior to their being presented to the Annual General Meeting.

6. OFFICERS

- (a) The Officers of the Society shall be a Chairman, Vice-Chairman, Hon. Secretary and Hon. Treasurer. The Chairman and Vice-Chairman shall *ex officio* be members of all committees.
- (b) The Officers of the Society shall be elected by and from members of the Executive Committee at the first meeting of the Executive Committee next following the Annual General Meeting. The Officers shall be eligible for re-election.

7. COMMITTEES

- (a) The conduct of the affairs of the Society may be deputed to committees with such terms of reference as the Executive Committee shall determine, subject to reporting back procedures.
- (b) The Executive Committee, at a meeting to be held as soon as possible after the Annual General Meeting, shall appoint a Chairman and such co-opted members as it may deem desirable.
- (c) Each committee shall appoint such officers as it may require.

- (d) Members of committees shall retire at the next Annual General Meeting but may be reappointed by the Executive Committee at its meeting held after the Annual General Meeting.
- (e) Each committee may co-opt not more than five persons (who need not be members of the Society) to attend, as may be required, either or all occasional specific meetings of the committee in an advisory and non-voting capacity.

8. MEETINGS

- (a) An Annual General Meeting shall be held in the first quarter of each year to receive the Executive Committee's report and accounts, to elect the members of the Executive Committee and to deal with such matters as the Executive Committee may determine.
- (b) The Executive Committee shall decide when Ordinary Meetings of the Executive Committee and the Society shall be held. Committees shall meet as required.
- (c) Extraordinary General Meetings of the Society shall be held at the written request of ten or more members.
- (d) Five members of the Executive Committee shall constitute a Quorum. Three members of any committee shall constitute a Quorum. Twelve members of the Society shall constitute a Quorum at Members meetings.
- (e) All or any matters considered by the Society or any of its committees shall be determined by a vote and, in the case of an equality of votes, the Chairman shall have a second or casting vote, whether or not he had already voted.
- (f) Fourteen days notice in writing shall be given to members when calling the Annual General Meeting and Extraordinary General Meetings of the Society.

9. FINANCE

- (a) The Executive Committee shall, out of the money received by the Society, pay all proper expenses of administration and management and shall use any residue of such money as it thinks fit for the purposes of the objects of the Society.
- (b) The Executive Committee may make appeals for money and otherwise raise funds for the carrying out of the objects of the Society.
- (c) The Executive Committee may borrow for the object of the Society such money at such rate of interest and in such manner as it may think fit.
- (d) Any money at any time belonging to the Society and not required for its administration or immediate application for its objects, may be invested by the Executive Committee in such investments, securities or property as it may think fit; but so that any money subject to or representing property subject to the jurisdiction of the Charity Commissioners shall only be invested in such securities as may for the time being be prescribed by law.
- (e) The funds belonging to the Charity shall be applied only to furthering the objects.

10. AMENDMENTS TO THE CONSTITUTION

The Constitution may be amended by a two-thirds majority of members present at the Annual General Meeting or an Extraordinary General Meeting called for the purpose, provided that:

- (a) a notice of the proposed amendment has been sent to all members with the notice of the meeting, and;
- (b) nothing herein contained shall authorise any amendment permitting the expenditure of funds of the Society on any object which is not a charitable object at law.

11. DISSOLUTION

In the event of the Society being wound up, the available funds of the Society shall be transferred to such one or more charitable bodies having object similar or reasonably similar to those herein before declared as may be chosen by the Executive Committee and approved by the Charity Commissioners for England and Wales.

12. CONFLICT OF INTERESTS

At Business Meetings of the Executive Committee any member of the Committee who has any conflict of interest in any matter under discussion shall leave the meeting while the matter is being dealt with. If requested by the Committee he/she may remain in the meeting to provide only factual and relevant information, neutral and without prejudice to any other body in which he/she may be in conflict in the matter under discussion. Should he/she remain in the meeting he/she shall take no part in any discussion or deliberation or in any decisions made on the matter.

As amended by the Annual General Meeting held on 18th October 2021 Signed:

