

Constitution of the Berkswell Society



Updated at the AGM held on 7th October 2021.

Constitution of the Berkswell Society

1) NAME

The name of the Society shall be "The Berkswell Society".

2) OBJECTS

The objects of the Society shall be to preserve the amenities of the Parish of Berkswell, and to protect and secure the rights and interests of its Residents.

3) POWERS

In furtherance of its objects, the Society may:

- a) Incur such expenses and take such action as it considers advisable for the good conduct and welfare of the Society and the promotion of its objects
- b) Raise money for the said objects, and accept gifts on such terms as shall be deemed to be necessary
- c) Invest any monies not immediately required for the said objects in or upon such investments, securities or property as shall be fit.
- d) Do all such other lawful things as are necessary for the attainment of the said objects.

4) MEMBERSHIP

- a) All members, other than such Honorary Members as may be elected from time to time, must reside within the Parish of Berkswell.
- b) Non-residents wishing to support the Society may become Associate Members, but shall not have a vote at meetings of the Society.

5) SUBSCRIPTIONS

- a) Membership of the Society is free of charge but only those with an email address will receive communications from the Society
- b) A membership fee can be introduced if recommended by the committee and approved by a simple majority of those attending the AGM.

6) OFFICERS

- a) At the annual general meeting of the society, there shall be elected a Chair, Secretary and Treasurer.
- b) All candidates for election shall be members of the Society, and shall be properly proposed and seconded. Proposers and Seconders must be members of the Society.
- c) All members shall be entitled to vote, and a simple majority of those present shall be sufficient for election
- d) All Officers shall retire annually, but shall be eligible for re-election.
- e) In the event of an Officer being unable or unwilling to serve, the Committee may appoint a member of the Society to fill the vacancy until the next AGM.

7) COMMITTEE

- a) The Committee shall be responsible for the conduct and administration of the Society's affairs
- b) The Members of the Committee shall be the Officers of the Society, and up to a further 6 members, who shall be elected at the AGM in the same manner, and subject to the same procedures, as the Officers.
- c) Members of the Committee who fail to attend 3 consecutive Committee meetings may, at the discretion of the Committee, be deemed to have resigned, and shall be sent a written notification to that effect.
- d) The Committee may co-opt such further members as it feels appropriate. Such co-option shall cease at the next succeeding AGM
- e) Proceedings of the Committee shall not be invalidated by the failure to elect, or by any defect in the election, nomination, co-option, or qualification of any member
- f) At any meeting of the Committee 5 members shall form a quorum.

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- g) Every member of the Committee shall be entitled to vote, and a simple majority of those present shall suffice. In the case of equality, the Chair shall be entitled to an additional, casting vote.
- h) The Chair or, in her/his other absence, the vice-Chair, and any two other members of the Committee, acting together, shall deal with urgent matters which, in their opinion, cannot wait until the next meeting of the Committee, subject to a report of such actions being made at that meeting.

8) GENERAL MEETINGS

- a) The Annual General Meeting shall be held within 6 months after December 31st
- b) At least 14 days written notice of any meeting shall be given to all members
- c) All members of the Society shall be entitled to vote, and a simple majority of those present shall suffice (except as laid down in clauses 10.2 and 11.2)
- d) A Special General Meeting may be called at the written request of 20 members, and must take place within 28 days of such a request having been received by the Secretary.

9) FINANCE AND ACCOUNTS

- a) A bank account shall be opened in the name of the Society at a bank nominated by the Committee
- b) The Committee shall nominate the signatories of the bank account, provided that all cheques shall be signed by at least 2 Officers, including, except in his unavoidable absence, the Treasurer.
- c) The Treasurer may make payments by internet banking subject to receiving prior approval for the payment from the Chair or Secretary or in their absence another member of the Committee.
- d) The Treasurer shall maintain proper accounting records for the Society, and shall prepare annual Statements of Accounts for presentation to the AGM
- e) The annual accounts shall be verified by the Society's accounts scrutineer, who shall be elected at the AGM from among those members of the Society not serving on the Committee
- f) The Society's reserves policy is shown in appendix 1. This can be changed on the recommendation of the Committee and approved by a simple majority at the AGM

10) ALTERATION TO THE CONSTITUTION

- a) The Rules may be altered only at a General Meeting of the Society
- b) Any proposed amendment to the rules shall be advised to the Secretary at least 21 days in advance of the General Meeting
- c) Proposed amendments need not be circulated to members in advance, but a written copy shall be provided to every member present at the meeting
- d) A majority of two-thirds of both those present at the Meeting and those voting by proxy shall be required to effect a change of rules

11) DISSOLUTION

- a) If the Committee, by simple majority, shall decide at any time that it is necessary or advisable to dissolve the Society, it shall call a General Meeting
- b) If the decision is approved by not fewer than two-thirds of the persons present and entitled to vote at the General Meeting, the Committee shall have the power to realise any assets held on behalf of the Society. Any assets remaining after the proper debts and liabilities, shall be disposed of in accordance with the wishes of a simple majority of those present at the General Meeting which approves the dissolution subject to the requirement that assets cannot be passed to a "for profit" organisation.

Footnote

All references to members are to full members except where associate or honorary members are specifically identified.

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Appendix 1 – Reserves Policy

Capital Reserve

The Society's capital reserve comprises 7,300 General Accident Preference Shares being the residue of monies raised by the Berkswell Society Mine Opposition Group

As agreed at the meeting of the Berkswell Society Committee held on 27 February 2019 (minute 4/2019 refers), this reserve will remain ring-fenced only to be used to finance opposition to any future perceived serious threat to the preservation of the Berkswell Parish.

The use of any monies from the Capital Reserve will require both a majority agreement by the Society's Committee and the majority agreement of Berkswell Parish members at a Special General Meeting.

Other Reserves

Reserves are also held in a current account with Barclays Bank to facilitate ongoing income and expenditure required to ensure the smooth running of the Society. The account is maintained within a target range of no less than six months' and no more than two years' normal expenditure.

The Barclays account is operated by the Society's Treasurer with any spend having the prior approval of either the Chair or Secretary of the Committee.

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