

# FRIENDS OF LAVELL'S LAKE CONSTITUTION

(As adopted at a Special General Meeting on 6 June 1987)

(with amendment of 17 November 1994 to Clause 5(a))

(with amendments accepted at AGM on 15th January 2013 to Clauses 4(b), 4(c), 4(d), 5(a), 6(f), 7(a))

(with amendment accepted at EGM on 15th July 2014 to clause 2)

(with amendment accepted at AGM on 20th January 2015 to clause 7)

## 1. Title of the Association

The Association shall be called "Friends of Lavell's Lake".

## 2. Objectives

To improve, protect and preserve for the benefit of the public the countryside and wildlife at Lavell's Lake and surrounding area and to advance public education in the conservation of the countryside and wildlife.

In furtherance of the above objects but not further or otherwise the Association shall have the following powers:

To raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscription and otherwise provided that the Association shall not undertake any permanent trading activities in raising funds for its primary charitable objects.

## 3. Membership

- a. Membership of The Association shall be open to all those who subscribe to this Constitution on payment of the appropriate membership fee.
- b. Honorary membership of The Association may be granted by the Committee.

## 4. Subscriptions

- a. There shall be an annual subscription for individuals and families fixed at an amount or amounts sufficient to cover the running costs of The Association as agreed at an Annual General Meeting for the following year.
- b. This clause has been deleted.
- c. Corporate membership will be supported and will be handled on a case by case basis, agreed with the corporate body.
- d. All subscriptions shall become due on 1 January each year but new subscriptions paid after 1 November shall be carried over to cover membership to 31 December in the following year.
- e. If the subscription of any member shall be in arrears for a period exceeding six calendar months, he will be deemed to have resigned. Members in arrears are not eligible to vote at General Meetings.

## 5. Management

- a. The management and control of The Association and its property and finances shall be vested in a Committee, which shall consist of three Honorary Officers (a Chairman, a Secretary, and a Treasurer) and up to six other members. All Officers and members of the Committee are each appointed for a term of 3 years and every year one third of the Officers and Committee members must retire at (or before) the appropriate Annual General Meeting. Any two members of the Association may nominate candidates, including Retiring Committee Members, to be elected by the members at the Annual General Meeting to fill vacancies among the Honorary Officers or Ordinary Committee Members. The elected committee members shall be the Trustees of the charity.
- b. The Committee shall decide when and where to meet but not less than four times a year.

- c. The Committee may elect any member of The Association to be a member of the Committee to fill a vacancy, and shall have the power to co-opt, in addition, for any specific purpose or purposes, any member or members as they may consider necessary or desirable, to hold office until the conclusion of the Annual General Meeting then next following.
- d. Any member of the Committee shall vacate his office if either he gives notice of his intention to resign to the Secretary or if he fails to attend three consecutive meetings of the Committee as may be convened without tendering apologies to the Secretary.

## **6. Meetings**

- a. The Association shall hold an Annual General Meeting within the three months following the end of the financial year and as many other meetings and activities as members desire. The Chairman of the Annual General Meeting shall be the Chairman of The Association or in his absence the Secretary, or in his absence then the members present shall elect a Chairman from amongst themselves.
- b. The Committee may at any time call an Extraordinary General Meeting and must do so if requested in writing by not less than one fifth of the total paid-up membership of The Association.
- c. The Secretary shall give at least fourteen clear days' notice in writing of General Meetings and the purpose thereof to all members.
- d. At a General Meeting each member and honorary member shall have one vote. Payment of a family subscription or family life membership fee shall confer as many votes as there are members of that family present at the meeting up to a maximum of three. Payment of a corporate subscription shall confer one vote to the elected representative, notified in advance to the Secretary, of the body that has paid the subscription.
- e. The Chairman's direction as to how a ballot is to be taken, his declaration as to the result of any voting, and his decision on any question of procedure or point of order at a General Meeting shall be considered final. In the event of an equal vote the Chairman shall have a casting vote.
- f. No business shall be transacted at any General Meeting of The Association unless a quorum of members is present at the time when the meeting proceeds to business. Ten members or 1/25th whichever is the greater shall be quorum. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to a day not more than four weeks later; and if at the adjourned meeting a quorum is not present, within half an hour of the time appointed for the meeting the members present shall be a quorum.
- g. No Extraordinary General Meeting shall be held within twenty-eight days of a previous one.

## **7. Finance**

- a. A statement of accounts shall be prepared annually to the 31 December and laid before the Association at the Annual General Meeting.
- b. The Committee shall appoint an independent person with the requisite expertise to carry out an examination of the annual accounts.
- c. Cheques drawn on behalf of The Association shall be signed by such person or persons as the Committee may from time to time direct.

## **8. Activities**

The activities of The Association which directly affect Lavell's Lake Conservation Area shall be by agreement with the management of Dinton Pastures Country Park.

## **9. Alterations to the Constitution**

The Association may by a two-thirds majority vote of the members present at a General Meeting alter, add to, or delete all or any of the objects of The Association, and alter the rules and Constitution, provided that notice of the intention to propose such alterations, addition or deletion and the details thereof are served upon each member with the notice required by section c of clause 6, and provided also that no alternation

shall be made to Clause 2 (objects) Clause 10 (dissolution) or this Clause and no alteration shall be made which would have the effect of causing the Association to cease to be a charity in law.

#### **10. Dissolution of The Association**

The Association may be dissolved by a Resolution passed by a two-thirds majority of those present and voting at an Extraordinary General Meeting convened for the purpose of which 21 days' notice shall have been given (to the members). Such resolution may give instructions for the disposal of any assets held by or in the name of the Association, provided that if any property remains after the satisfaction of all debts and liabilities such property shall not be paid to or distributed among the members of the Association but shall be given or transferred to such other charitable institution or institutions having objects similar to some or all of the objects of the Association as the Association may determine and if and in so far as effect cannot be given to this provision then to some other charitable object.

#### **11. Interpretation**

In this Constitution:-

- a. "The Association" means Friends of Lavell's Lake;
- b. Any words importing the masculine include the feminine.