

CONSTITUTION (adopted November 2006)

1. Name

The organisation will hereafter be known as Hinckley Civic Society

2. Administration

Subject to the matters set out below, Hinckley Civic Society and its assets shall be administered and managed in accordance with this constitution by members of the Board of Trustees, constituted by Clause 8 of this constitution ("the Board of Trustees")

3. Objects

Within the geographic boundaries of the Hinckley urban core, defined as the civil administration wards of: Hinckley Castle, Hinckley Clarendon, Hinckley De Montfort, Hinckley Trinity, Burbage St Catherine's and Lash Hill and Burbage Sketchley and Stretton, to pursue the following objects:

- A. to advance the education and participation of the public in the conservation, protection and improvement of the physical and natural environment through access to appropriate independent expert evidence in these areas
- B. to advance the protection and preservation of the natural heritage, flora, fauna and environment and sites of archaeological or special scientific interest

provided that in carrying out these charitable purposes, Hinckley Civic Society will seek to challenge all forms of oppression and inequality

4. Powers

In furtherance of these objectives but not otherwise, Hinckley Civic Society shall have power to:

- a. To attract a membership that will partake in a programme of events in pursuance of the above objects
- b. To seek to be a consultative partner with the relevant statutory authorities, serving as a watchdog, commenting on planning applications for new buildings, change of use and other developments and guarding against unsympathetic changes to conservation areas and historic buildings
- c. To seek to influence high standards of planning, conservation and regeneration for the benefit of the community within the Hinckley urban core
- d. Raise funds and invite contributions in furtherance of the objects of the charity, provided that the Trustees shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law

- e. co-operate with other groups operating in the furtherance of objects of a similar charitable purpose and to exchange information and advice with them
- f. To support other groups involved in similar charitable objects in other parts of the Borough of Hinckley and Bosworth
- g. To do all such other lawful things as are necessary for the achievement of the objects

5. Membership

a) Membership of Hinckley Civic Society shall be open to:

- 1. individuals (over the age of 18 years) who are interested in furthering the work of Hinckley Civic Society and who have paid any annual subscription laid down from time to time by the Board of Trustees and
- 2. any body corporate or unincorporated association which is interested in furthering Hinckley Civic Society's work and has paid an annual subscription laid down from time to time by the board of trustees (any such body being called in this constitution a "member organisation")

b) Every member shall have one vote

Every member organisation shall have one vote

c) Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of Hinckley Civic Society and may appoint an alternate to replace the appointed representative at any meeting of Hinckley Civic Society if the appointed representative at any meeting of Hinckley Civic Society is unable to attend

d) Each member organisation shall inform the Secretary of Hinckley Civic Society of the name of the representative appointed by it and of any alternate. If the representative or alternate resigns from or otherwise leaves the member organisation, she or he shall forthwith cease to be the representative.

e) The Board of Trustees may from time to time invite any person holding statutory office to become an ex-officio member of Hinckley Civic Society provided that such person shall on leaving office cease to be a member. Ex – officio members of Hinckley Civic Society may be invited to attend meetings of the Board of Trustees but will not have the power to vote

f) The Board of Trustees may unanimously and for good reason terminate the membership of any individual or member organisation. The individual or organisation concerned shall have the right to be heard by the Board of Trustees, accompanied by a friend, before a final decision is made.

6. Honorary Officers

At the annual general meeting of Hinckley Civic Society the members shall elect from amongst themselves a Chairman, Vice-Chairman, Secretary and Treasurer, who shall hold office from the conclusion of the meeting.

7. President

At the annual meeting hereinafter mentioned, the members may elect an Honorary President. The Honorary President shall hold office for three consecutive years from the Annual Meeting at which she or he is elected. On expiry of such period the Honorary President shall be eligible for re-election for further periods of three years. The office of Honorary President will have no voting rights.

Board of Trustees

The Board of Trustees shall consist of not less than 8 members or more than 14 members being:

- (i) the honorary officers specified above
- (ii) not less than 4 and not more than 10 members elected at the Annual General Meeting who shall hold office from the conclusion of that meeting.

The Board of Trustees may in addition appoint not more than 3 co-opted Members. Each appointment of a co-opted member shall be made at a Board of Trustees meeting.

Election to the Board of Trustees will be for one year

9. Determination of Membership of the Board of Trustees

A member of the board of Trustees shall cease in office if she or he:

Is disqualified from acting as a member of the Board of Trustees by virtue of section 72 of the Charities Act 1993

Becomes incapable by reason of mental disorder, illness or injury of managing her or his own affairs

Is absent without tendering apologies from all meetings of the Trustees in a period of six months

Notifies the Board of Trustees of a wish to resign

10. Board of Trustees Members not to be personally interested

No member of the Board of Trustees shall acquire a pecuniary interest, or receive remuneration or be interested in any contract undertaken in the name of Hinckley Civic Society

11. Meetings and Proceedings of the Board of Trustees

The Board of Trustees shall meet at least twice per year. A special meeting may be called at any time by the Chairman or by any two members of the Board of Trustees, giving four days notice of the date of the meeting to other Trustees of the matters to be discussed. If the matters to be discussed include the co-optation of people to the Trustees then 21 days notice must be given

The Chairman shall act as chair of the meetings – or if absent, the Vice Chair will fulfil this duty. If both are absent the Trustees will nominate one from their number to fulfil this duty.

There shall be a quorum when at least one third of the members are present or four members, whichever is the greater, are present at a meeting.

Every matter shall be determined by a majority vote but in the case of equality of votes the chair of the meeting will have a casting vote.

The Board of Trustees shall keep minutes

The Board of Trustees may appoint sub committees to carry out certain determined pieces of work. The work will be reported to the Board of Trustees.

12. Receipts and Expenditure

The funds of Hinckley Civic Society, including all donations, contributions, grants and bequests, shall be paid into an account operated by the Board of trustees in the name of Hinckley Civic Society at such bank or building society as the Board of Trustees shall determine. All cheques drawn on the account must be signed by two signatories

The funds belonging to Hinckley Civic Society shall be applied only in pursuance of the objects of the charity

13. Accounts

The Board of Trustees shall comply with their obligations under the Charities Act of 1992 and the SORP regulations of 2005 with regard to:

The keeping of accounting records for Hinckley Civic Society

The preparation of annual statement of account for Hinckley Civic Society

The auditing or independent examining of the statement of accounts for Hinckley Civic Society

The transmission of the statements of accounts of Hinckley Civic Society to the Charity Commission

14. Annual Report

The Board of Trustees shall comply with all legal requirements in the preparation of an annual report and its transmission to the Charity Commission

The Board of Trustees shall comply with all relevant legislation in regard to the preparation of an annual return and its submission to the Charity Commission

15. Annual General Meeting

There shall be an Annual General Meeting of Hinckley Civic Society which shall be held in the month of September in each year or as soon as is practicable thereafter.

Every Annual General Meeting shall be called by the Board of Trustees with 21 days notice to the general membership. All members of Hinckley Civic Society will be entitled to attend and vote at the meeting

The Board of Trustees shall present to each annual general meeting its report and accounts for the preceding year

Nominations for membership of the Board of Trustees shall be lodged with the Secretary, 7 days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by secret ballot.

16. Special General Meetings

The Board of Trustees may call a special general meeting of Hinckley Civic Society at any time. If at least ten members of the society request a meeting, stating in writing the nature of the business to be conducted, the Secretary will call such a meeting with 21 days notice.

17. Procedure at General Meetings

The Secretary shall keep a full record of proceedings at every general meeting of Hinckley Civic Society

There shall be a quorum when at least one tenth of the membership is present at the annual general meeting or ten members, whichever is the greater.

18. Alterations to the Constitution

The Constitution may only be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the meeting will have set out the particulars of the alteration proposed.

No amendment may be made to the name of the charity, the objects, the Board of Trustees, or the dissolution clause without reference to and permission of the Charity Commission.

No amendment may be made which would have the effect of making Hinckley Civic Society cease to be a charity at law

The Board of Trustees should promptly send to the Charity Commission a copy of the amendment made.

19. Dissolution

If the Board of Trustees decide that it is necessary to dissolve the charity a meeting shall be called for this purpose with 21 days notice, stating the terms of the resolution to be presented.

If the proposal is confirmed by a two thirds majority of those present and voting the Board of Trustees shall have power to realise any assets held by or on behalf of Hinckley Civic Society. Any assets remaining after the discharge of debts and liabilities shall be given or transferred to any other such charitable institution who have similar objects. A copy of closing accounts of the charity will be sent to the Charity Commission.

20. Adoption of the Constitution

This constitution was adopted on the date mentioned below by the persons who signatures appear at the bottom of this document