

Constitution of The Pembury Society

1. Name The name of the Society shall be The Pembury Society.

2. Objects The Society is a non-political body established for the following purposes in Pembury and its surrounding area hereinafter referred to as Pembury:

- To stimulate public interest.
- To promote high standards of planning and architecture
- To secure the preservation, protection, development an improvement of features of historic or public interest and to promote the establishment of public facilities.

In furtherance of the said purposes but not otherwise the Society through its Committee shall have the following powers:

2.1 To promote research into subjects directly connected with the objects of the Society and to publish the results of any such research.

2.2 To consult with the local authority, planning committees, sanitary, drainage and all other local and statutory authorities, voluntary organisations, charities and persons having aims similar to those of the Society.

2.3 To promote or assist in promoting activities of a charitable nature.

2.4 To publish papers, reports and other literature.

2.5 To make surveys and prepare maps and plans and collect information in relation to any place erection or building of beauty or historical interest and to seek to preserve trees, open spaces and public footpaths in Pembury.

2.6 To hold meetings and engage in other activities in order to stimulate community interest in the Society and its objects and to hold lectures and exhibitions.

2.7 To raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscription, donation and otherwise; provided that the Society shall not undertake any permanent trading activities in raising funds for its primary purposes.

2.8 To take and accept any gifts of property, whether subject to any special trusts or not.

2.9 To sell, let, mortgage, dispose of or turn to account all or any of the property or funds of the Society as shall be necessary.

2.10 To borrow or raise money for the purposes of the Society on such terms as the Committee shall think fit, but so that the liability of individual members of the Society shall in no case extend beyond the amount of their respective annual subscriptions.

2.11 To do such other things as are necessary for the attainment of the said purposes.

3. Membership Membership shall be open to all who are interested in actively furthering the purposes of the Society. The membership year and the financial year will run from 1st October to 30th September. No person shall be considered a member until his or her name is entered on the membership register. The membership of a fully paid member will continue until the subscription for the subsequent year has been requested but will lapse if that subscription then remains unpaid by the end of that subsequent year. Only members shall be eligible to vote at any meeting of the Society. The subscription of a member joining the Society during the period 1st July to 30th September shall be regarded as covering membership for the Society's year commencing 1st October following the date of joining the Society.

4. Subscriptions The annual subscription shall be determined by the Committee from time to time and shall be payable when requested.

5. Meetings An Annual General Meeting shall be held in or about October of each year to receive the Committee's report and audited accounts and to elect Officers and Members of the Committee. The Committee shall decide when ordinary meetings of the Society shall be held and shall give at least fourteen days notice of such meetings to all members.

Special General Meetings of the Society may be called by the Committee or at the written request of members representing not less than twenty of the existing membership of the Society and whose subscriptions are fully paid-up. Thirty-five members personally present shall constitute a quorum for any business meeting of the Society. In the event of a quorum not being present within fifteen minutes after the published time of that meeting the Chairman will adjourn the meeting until a time and place which will be advised. At the adjourned meeting a quorum will consist of twenty-five members personally present to enable the business of the meeting to be conducted; if such a quorum is not present at this adjourned meeting then the meeting will be further adjourned and the business scheduled for discussion at that meeting will be included in the Agenda for the next Annual General Meeting.

6. Officers The Officers of the Society shall be:

- Chairman
- Vice-Chairman
- Secretary
- Treasurer
- Membership Secretary
- Planning Secretary

All of whom shall relinquish their office every year and shall be eligible for re-election at the Annual General Meeting, A President and a Vice-President may also

be elected at a General Meeting of the Society for periods to be decided at such a meeting. The Committee shall have the power to fill casual vacancies occurring among the Officers. Nominations for the election of Officers shall be made at least fourteen days before an Annual General Meeting. Such nominations shall be supported by a seconder and the consent of the proposed nominee must first have been obtained. If more than one nomination is made for any of the individual positions of Officer then a ballot shall take place in such a manner as shall be determined.

7. The Committee The Committee shall be responsible for the management and administration of the Society. The Committee shall consist of the Officers and not more than four other members. To assist in the aims of the Society the Committee shall approve the appointment of one or more members of the Committee to attend and report back on meetings with other organisations as referred to in para. 2.2 above. The Committee shall have power to co-opt further members (who shall attend in an advisory and non-voting capacity). The Officers and members of the Committee shall normally be resident or work in the Pembury area but the Committee shall have power to co-opt additional members from outside the area. The President and the Vice-President may attend any meeting of the Committee but shall not vote at any such meeting. In the event of an equality in the votes cast, the Chairman shall have a second or casting vote.

Nominations for election to the Committee shall be made in writing at least 14 days before the Annual General Meeting. Such nominations must be supported by a seconder and the consent of the proposed nominee must first have been obtained. If the number of nominations exceed the number of vacancies a ballot shall take place in such a manner as shall be determined. Members of the Committee shall be elected annually at the Annual General Meeting of the Society; outgoing members, may be re-elected. The Committee shall meet not less than six times a year at intervals of not more than two months and the Secretary shall give all Committee members not less than seven days notice of each meeting. The quorum shall consist of four members of the whole Committee two of whom must be Officers.

8. Sub-Committees The Committee may create such sub-committees from time to time as shall be considered necessary for such purposes as shall be thought fit. The Chairman and Secretary of each sub-committee shall be appointed by that sub-committee and all actions and proceedings of each sub-committee shall be reported to and confirmed by the main Committee as soon as possible. Members of the main Committee may be members of any sub-committee and membership of any sub-committee shall be no bar to appointment to membership of the main Committee. Sub committees shall be subordinate to the main Committee and may be regulated or dissolved by the main Committee.

9. Expenses of Administration and Application of Funds The Committee shall, out of the funds of the Society, pay all proper expenses of administration and management of the Society. After the payment of the administration and management expenses and the setting aside to reserve of such sums as any be deemed expedient the remaining funds of the Society shall be applied by the Committee in furtherance of the purposes of the Society.

10 Investment All monies at any time belonging to the Society and not required for immediate application for its purposes shall be invested by the Committee in or upon such investments securities or property as it may think fit and as may be for the time being required by law or by the special trusts affecting any property in the hands of the Committee.

11. Trustees If the Committee directs, any freehold or leasehold property acquired by the Society shall be vested in Trustees. Any Trustees shall be at least three in number or a trust corporation. The power of appointment of new Trustees shall be vested in the Committee. The Secretary shall notify the Trustees in writing of any instruction or amendment to previous instructions directed by the Committee and the Trustees shall not be bound by any such instructions or amendments to previous instructions unless such notice has been given. The Society shall be bound to indemnify the Trustees in their duties (including the proper charge of a Trustee being a trust corporation) and liability under such indemnity shall be a proper administrative expense.

12 Amendments This Constitution may be amended by a vote of approval by two-thirds 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.

13. Notices Any notice required to be given by these rules shall be deemed to be duly given if left at or sent by prepaid post addressed to the address of that member last notified to the Secretary or Membership Secretary.

14. Winding Up The Society may be dissolved by a vote of approval by two-thirds of the members present at an Annual General Meeting or Special General Meeting of the Society and subsequently 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 the dissolution of the Society the available funds of the Society shall be transferred to one or more institutions chosen by the Committee and approved by the meeting of the Society at which the decision to dissolve the Society is confirmed. On dissolution the minute books and other records of the Society shall be deposited with an appropriate local archive.

April 1997.