

## **BANG Constitution Updated and adopted by AGM May 2009**

### **1. NAME**

The name of the Society shall be the Broomhill Action and Neighbourhood Group.

### **2. OBJECTS**

The Society is established for the public benefit of the residents of the Broomhill Conservation Area and its immediate surroundings.

The principal aim of the Society is to campaign on local issues of importance to those who live and work in Broomhill, in particular:

- (i) To secure high standards in planning and development that enhance the Broomhill Conservation Area;
- (ii) To promote understanding and appreciation of the area's character, including its history, social and economic background and the way in which such factors have shaped the area;
- (iii) To preserve and enhance the distinctive features that characterise the Broomhill Conservation area and to work for the improvement or replacement of features that detract from it;
- (iv) To maintain, and where possible improve, the environment and quality of life in Broomhill;
- (v) To promote community cohesion in Broomhill.

#### **BANG will:**

- 1) promote civic pride in Broomhill;
- 2) work with other organisation whose aims are aligned to those of the Society;
- 3) support activities of a charitable nature in Broomhill;
- 4) publish community information through channels such as websites and newsletters;
- 5) hold regular public meetings, and attend meetings organised by others as community representatives;
- 6) raise funds by way of subscriptions, donations and other fund raising activities;
- 7) consult public opinion and channel community views to elected councillors, the local authority, planning committees and other statutory or official bodies.

#### **BANG may:**

- 8) conduct research into subjects connected with the aims of the Society and publish the results;
- 9) acquire and manage property on behalf of the community;
- 10) sell, let, mortgage, dispose of or turn to account all or any of the property or funds of the Society as shall be necessary;
- 11) borrow money for the purposes of the Society on such terms and on such security as the Management Committee shall think fit, but such that the liability of individual members of the Society shall in no case extend beyond the amount of the suggested annual subscription.

#### **BANG will not:**

- 12) undertake any permanent trading activities to raise funds for its primary purpose.

### **3. MEMBERSHIP**

Individual Membership shall be open to all those who live or work in Broomhill, or who otherwise have an interest in furthering the aims of the Society.

Corporate membership shall be open to associations, educational institutions or businesses that are interested in furthering the aims of the Society.

An up-to-date Register of the names, addresses, and contact information of all members will be kept. The information on the Membership Register will only be used for the purpose of contacting members on Society business. Names of new or renewing members may be added to the Register at any time during the membership year. Names will be removed from the Register unless members renew their membership each year.

The membership year will run from the day following the AGM, up to and including the date of the next AGM.

Only those individuals and corporate members whose names are on the Membership Register prior to the date of the AGM shall have the power to vote at meetings of the society.

Individual members shall each have one vote at Society meetings. Corporate members may identify a representative to vote on their behalf at meetings, and shall have one vote.

#### 4. SUBSCRIPTIONS

The suggested annual subscription rates will be proposed by the committee and announced at the AGM each year.

Individuals and Organisations wishing to become members shall contact the Treasurer, either in person, by email or in writing, and their names will be entered into the Membership Register without regard to the amount of annual subscription that is actually paid.

#### ANNUAL GENERAL MEETINGS

An Annual General Meeting will be held in each calendar year to receive reports from the Management Committee (see below) to approve the Treasurer's accounts, and to elect Officers and appoint Members to specific posts within the Management Committee. All members whose names are on the membership register are entitled to one vote at the Annual General Meeting.

The Management Committee shall decide when ordinary general meetings of the Society shall be held. Special General Meetings of the Society shall be held at the written request of at least 10% of the Registered members.

Members will be given 21 days notice of all general meetings.

The agenda of any general meeting, including notice of any motions to be put to a vote, will be published at least 7 days in advance of the meeting. Written minutes of the AGM and all other business meetings shall be taken and published.

A minimum of 20, or 5% (whichever is less), of Registered members must be present - in addition to at least 2 officers - for a general meeting to be declared quorate.

#### 6. OFFICERS

The Officers of the Society shall consist of: Chair; Vice-Chair; Secretary; Treasurer; all of whom shall relinquish their offices every year, but will be eligible for re-election at the Annual General Meeting. Nominations for the Officers' posts may be made at the Annual General Meeting by any registered member of the Society. Each nomination must be supported by a seconder (who is a registered member), and must have the consent of the nominee. Nominees for election as Officers shall declare at the Annual General Meeting at which their election is to be considered any financial or professional interest known or likely to be of concern to the Society. If nominations exceed the number of vacancies, a ballot will take place in a manner determined by the Annual General Meeting.

The Management Committee shall have the power to fill vacancies occurring among the Officers of the Society between AGM's.

#### 7. THE MANAGEMENT COMMITTEE

The Management Committee shall be responsible for the management and administration of the Society. The Management Committee shall consist of the Officers and any other Registered Members who attend the open management committee meetings.

The Management Committee shall hold regular open meetings throughout the year, publicising the dates and venues of meetings not less than seven days in advance.

The Committee shall also have power to invite non-members, in their own right or as representatives of other organisations, to attend individual meetings for discussion of particular agenda items.

Issues before the Committee should preferably be decided by discussion and consensus; if this is not possible, then provided the meeting is quorate a vote should be taken by a show of hands of the Registered Members present, the issue being decided by a simple majority. In the event of an equality of votes cast, the issue will be referred back for further discussion.

A Management Committee meeting shall be quorate if at least 2 Officers and at least 10 Registered members of the Society are present.

#### 8. SUB-COMMITTEES and WORKING GROUPS

The Management Committee may set up sub-committees or working groups as considered necessary. The Chair of each sub-committee or working group shall be appointed by the Management Committee and all actions and proceedings of each sub-committee shall be reported to and confirmed by the Management Committee as soon as possible. Members of the Management committee may be members of any sub-committee. Sub-Committees shall be subordinate to and may be regulated or dissolved by the Management Committee. The formation of subcommittees and working groups will be publicised within 14 days to members, inviting those with an interest in the issues under consideration to request participation.

#### 9. DECLARATION OF INTEREST

It shall be the duty of every Officer or member of the Management Committee or sub-committee who is in any way directly or indirectly interested financially or professionally, in any item discussed at any Committee meeting at which he or she is present, to declare such interest and they shall not discuss such an item (except by invitation of the Chair) or vote on it.

#### 10. EXPENSES OF ADMINISTRATION AND APPLICATION OF FUNDS

The Treasurer shall keep proper accounts of the finances of the Society and shall open a bank account in the Society's name. There will be at least two signatories able to write cheques, i.e. Treasurer plus others as agreed by the Management Committee. The Accounts shall be examined before the time of the Annual General Meeting by a responsible person outside the Society.

The Management 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 a reserve of such sums as may be deemed expedient, the remaining funds of the Society shall be applied by the Management Committee to further the aims of the Society.

#### 11. INVESTMENT

All monies at any time belonging to the Society, and not required for immediate application for its purposes may be invested by the Management Committee in or upon such investment, securities or property as it may think fit, subject nevertheless to such authority, approval or consent by special trusts affecting any property in the hands of the Management Committee.

#### 12. TRUSTEES

Any freehold or leasehold property acquired by the Society may be vested in trustees who shall deal with such property as the Management Committee directs. There will be a minimum of three trustees, appointed by the Management Committee, whose duties shall be confirmed in writing. The Secretary shall notify the trustees in writing of any amendment to their duties and the trustees shall not be bound by any such amendments unless such notice has been given. The Society shall 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 administration expense.

#### 13. AMENDMENTS

This Constitution may be amended by a two-thirds majority of Registered members present at an Annual General Meeting or Special General Meeting of the Society, provided that 21 days' notice of the proposed amendment has been given to all members.

#### 14. NOTICES

Any notice required to be given by the rules of this constitution will be deemed to have been given if left at, or sent by post to, the address of a member, or sent by email to the email address given to the Society by the member, or published on the Society's website. It is the responsibility of members to notify the Treasurer of any change to their postal address or email address.

#### 15. WINDING UP

The society may only be dissolved after a properly-constituted motion to dissolve the society has been submitted and passed by vote at a general meeting, and that decision later confirmed by a two-thirds majority of votes cast in a postal ballot of all Registered Members.  
In the event of dissolution of the Society the available funds and assets of the Society shall be

transferred to one or more associations having similar aims, or local charities, to be chosen by the Management Committee and approved by the Meeting of the Society at which the decision to dissolve the Society is taken.