

## **The Constitution of MILL MEADOWS SOCIETY**

*As amended 17<sup>th</sup> July 2017*

### **1. NAME**

The name of the Society shall be the Mill Meadows Society (hereinafter referred to as 'the Society')

### **2. OBJECTS.**

- (a) To participate with Basildon Borough Council in the management and conservation of Mill Meadows Local Nature Reserve (LNR).
- (b) To give information, advice and assistance to the officer (s) appointed by Basildon Borough Council.
- (c) To encourage public interest and participation in the management and conservation of Mill Meadows LNR.
- (d) To promote public interest in Natural History and Conservation.
- (e) To promote and support Wildlife Conservation and Biodiversity in Billericay and the surrounding area, co-operating with other organisations when appropriate

### **3. MEMBERSHIP**

Membership shall be open to all who share the interest in objects of the Society, as stated in clause 2.

### **4. MEETINGS**

The Society shall meet at least once in every year, which meeting shall be the Annual General Meeting and on such other occasions as shall be deemed necessary. The Annual General Meeting shall elect, by simple majority of all fully paid up members present, a Chairman, a Secretary, a Treasurer and such other Officers as it may from time to time determine.

### **5. GENERAL COMMITTEE.**

The general management of the affairs of the Society shall be directed by a General Committee, which shall consist of –

- (a) a Chairman, who shall be the Chairman of the Society.
- (b) The remaining Honorary Officers of the Society.
- (c) Six representatives of the individual members of the Society entitled to vote at meetings of the Society elected by and from among themselves at the Annual General Meeting
- (d) Co- opted Members appointed by the General Committee shall be members of the Society entitled to vote at meetings of the Society provided the total number of co-opted members does not exceed one-third of the total membership of the General Committee as defined in (a), (b) and (c) above.
- (e) Advisory Members who shall not be entitled to vote at meetings of the Society General Committee.

- (f) Two representatives of Basildon Borough Council.

All members of the General Committee shall retire at the Annual General Meeting but shall be eligible for re-election.

Casual vacancies shall be filled by appointments by the General Committee, and the members so appointed shall retire at the next Annual General Meeting but shall be eligible for election.

The General Committee shall meet at times determined by its own discretion but not less than twice per year.

The General Committee shall have power to authorise payments by The Society for tools, equipment, stationery, other items and services as it deems necessary; but, in so doing, shall ensure that the income and assets of the organisation can be used only for the furtherance of the organisation's objects as stated in Clause 2 and that no part of its income or property shall be paid or transferred directly or indirectly by way of bonus or other distribution to the members of the organisation.

The General Committee shall have power to appoint such sub-Committees as it may from time to time determine.

## **6. MEETINGS – PROCEDURES**

- (a) the Annual General Meeting shall be held not more than three months after the end of the financial year.
- (b) the business of the Annual General Meeting shall include the presentation and consideration of the annual report of the General Committee and of the annual audited statement of accounts, the election of Honorary Officers, the election of members to serve on the General Committee, the appointment of an auditor or auditors, the making recommendations to the General Committee, and such other business as maybe detailed in the Agenda.
- (c) The Chairman or Secretary may at any time at their discretion call a General Meeting of the Society, and such meetings shall be called upon the requisition in writing to the Secretary of at least 15 members of the Society stating the purpose of the meeting.
- (d) Not less than six weeks notice of General Meetings must be given.
- (e) Notices of Motion must be delivered to the Secretary of the Society not less than 14 days before a General Meeting.
- (f) An Agenda for a General Meeting must be sent to all members of the Society at least seven days before a General Meeting stating the business to be considered thereat.

## **7. FINANCE**

- (a) The financial year of Society will end on 31st March.
- (b) The Treasurer of the Society shall be responsible for receiving all monies on behalf of the Society and for making all payments on behalf of the Society. He/she shall keep proper accounts of the monies received and paid by The Society.

- (c) All monies received by the Society shall be paid into a bank account at a bank approved by the Committee, except where required for immediate cash disbursement; in which case due account should be shown of such disbursement. Payment shall normally be by cheque drawn on the Society's bank account and signed by the Treasurer and one of two other authorised signatories.
- (d) An auditor shall be appointed to audit the accounts of the Society and report thereon to the Annual General Meeting. He/she shall not be a member of the Committee and shall be professionally qualified in accountancy. The Auditor shall have the right to call for all minutes, records, accounts and vouchers necessary for the performance of his/her duties, and to any necessary explanation from officers of the Society.
- (e) the General Committee may, at their discretion decide upon subscriptions to be paid by members of the Society.
- (f) the General Committee may, at their discretion, raise funds for The Society by requesting donations, applying for grants and through other legitimate activities.

## **8. QUORUM**

- (a) One-third of the members apart from co-opted members shall form a quorum of meetings of the General Committee or any sub-committee.
- (b) A quorum of General Meetings of the Society shall be 20 members of the Society entitled to vote at meetings of the Society.

## **9. DISSOLUTION**

If, by simple majority, the General Committee decide that it is necessary or advisable, on whatever grounds, to dissolve the Society it shall call a General Meeting of the Society, stating the resolution to be proposed thereat.

If it is confirmed at such a meeting, by simple majority of those voting, that the Society should be dissolved, the Treasurer for the time being shall sell and realise the assets of the Society. The net proceeds of sales and all other financial assets of The Society shall, after the satisfaction of all proper debts and liabilities of the Society, be disposed of at the discretion of the General Committee who, in so doing, shall ensure that no assets shall be paid or distributed amongst the members but shall be given to some charitable or not-for-profit organisation having similar objects to those objects of the Society; as stated in Clause 2.

## **10. ALTERATION TO THE CONSTITUTION**

Any alteration to this Constitution shall require the approval of a majority of two-thirds of those voting at a General meeting of the Society, or by a majority of members voting in a ballot of all members of the Society.