

# The Malling Society Constitution

## 1. Name:

The Name of the group formerly known as 'The Malling Preservation Society' shall here in after be known as 'The Malling Society' (Registered Charity 254202)

## 2. Address:

The postal address of the Society shall be the address of the Honorary Secretary for the time being. The email address of [themallingsociety@gmail.com](mailto:themallingsociety@gmail.com)

## 3. Objects and Aims:

The objects and aims of 'The Malling Society' shall be by charitable means and not otherwise:

- To preserve and enhance the rural character of West Malling and its environs (hereinafter called "the area").
- To preserve the buildings and places of Historic interest or artistic distinction in the area.
- To protect the countryside surrounding the area.
- To eliminate and prevent bad design and neglect in the area.
- To encourage high standards of architecture and planning in the area.
- To stimulate public interest in the good appearance of West Malling and to play a part in helping to inspire in the inhabitants a sense of civic pride.
- To pursue these ends by means of meetings, exhibitions, lectures, publications, other forms of instruction and publicity, and promotion of schemes of a charitable nature.

## 4. Membership:

- Membership shall be open to all who are interested in the aims of the Society.
- Membership shall lapse if the subscription be unpaid six months after it is due.
- Membership will begin as soon as the membership form and first annual payment has been received.
- There will be an annual membership fee which will be agreed at the Annual General Meeting (AGM) and will be payable by all members.

The subscription as set at the date of this Constitution shall be:

Full Members	£7.00 per Annum
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A list of all members will be kept by the Membership Secretary and the Treasurer.

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## Ceasing to be a member:

Members may resign at any time in writing to the secretary.

## 5. Equal Opportunities:

'The Malling Society' will not discriminate on the grounds of gender, race, colour, ethnic or national origin, sexuality, disability, religious or political belief, marital status or age.

Any offensive behaviour, including racist, sexist or inflammatory remarks, will not be tolerated.

Anyone behaving in an offensive way or breaking the equal opportunities policy may be asked not to attend further meetings or to resign from the group, if an apology is not given or the behaviour is repeated. The individual concerned shall have the right to be heard by the Executive committee, accompanied by a friend, before a final decision is made.

## 6. Officers and Executive Committee:

The business of the group will be carried out by an Executive Committee elected at the Annual General Meeting. The Committee will meet as necessary and not less than four times a year.

The Committee will consist of 6 members and be composed of 4 officers and 2 committee members. Up to 2 additional members may be co-opted onto the committee at the discretion of the committee.

### OFFICERS:

The Officers of the Society shall consist of a Chairman, Vice Chairman, Honorary Secretary and Honorary Treasurer.

Officers' roles are as follows:

- **Chair**, shall chair both general and committee meetings.
- **Vice Chair**, shall stand in for the Chair if they are not available.
- **Honorary Secretary**, shall be responsible for the taking of minutes and the distribution of all papers. Maintain a record of members.
- **Honorary Treasurer**, shall be responsible for maintaining accounts.

All of whom shall relinquish their office every year and shall be eligible for re-election at the Annual General Meeting.

In the event of an officer standing down during the year a replacement will be elected by the Executive Committee before the next General Meeting of members.

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Any committee member not attending an Executive Committee meeting without apology for three months will be contacted by the committee and asked if they wish to resign.

## 7. Meetings:

### 7.1. Annual General Meetings:

An Annual General Meeting (AGM) will be held in May of each year.

All members will be notified in writing at least 14 days before the date of the meeting, giving the venue, date, time. Notice may be by telephone, email, social media or post.

Any items for the agenda must be with the Secretary at least 7 days before the AGM

### Nominations for officers and committee:

To be eligible to be an Officer for a place on the Executive Committee the member must have been a member of the 'The Malling Society' for a minimum period of one calendar year and must seek nominations and complete a Nomination form available from the Secretary or at the last General Meeting prior to the Annual General Meeting.

Nominations for the election of officers and members of the Executive Committee for the next year shall be made in writing, signed by the proposer and seconder, and endorsed with the nominee's consent on the official nomination form, not less than 14 days prior to the Annual General Meeting.

The Chair can only hold the office for a maximum of 3 consecutive years

The election of officers shall be completed before the election of further members of the Executive Committee.

The quorum for the AGM will be a minimum of 5 members.

Order of Business at the AGM: -

- The outgoing Chair will present a report of the work of The Malling Society over the previous year.
- The Treasurer will present the audited accounts of The Malling Society for the previous year. (Year runs from 6<sup>th</sup> April to 5<sup>th</sup> April)
- The Election of Officers, in this order Chair, Vice Chair, Honorary Secretary and Honorary Treasurer. (As the latter two posts are Honorary, and as long as the former holder is prepared to continue in the role for the next year, let it be recorded in the minutes of the meeting to that effect. Should the Honorary



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Secretary and Honorary Treasurer not be prepared to continue in the role for the next year, the Members present at the AGM, should be prepared to review any nominations for election for these two posts.

- Election of the remaining Executive Committee Officers.
- Items on the Agenda (Any proposals/items given to the Secretary at least 7 days in advance of the meeting will be added to the agenda and discussed).

## 7.2 Special General Meetings:

The Secretary will call a Special General Meeting at the request of the majority of the Committee or at least ten other members giving a written request to the Chair or Secretary stating the reason for their request.

The meeting will take place within twenty-one days of the request.

All members will be given 14 days' notice of such a meeting, giving the venue, date, time and agenda, and notice may be by telephone, email, Social Media or post.

The quorum for the Special General Meeting will be a minimum of 5 members.

## 7.3 General Meetings:

General Meetings are open to all members and the public. Entry shall be £3.00 per head for members and £3.50 for non-members, payable at the door and will be held once a month during the months of February to October inclusive excluding August.

A list of speakers and their Subject talk, for the coming year, will be distributed at the AGM and can be seen on the website - [www.themallingsociety.org.uk/events/](http://www.themallingsociety.org.uk/events/).

All members will be given 7 days' notice of such a meeting, giving the venue, date, time and agenda, and notice may be by telephone, email, Social Media, website or post.

The quorum for a General Meeting shall be minimum of five members.

## 7.4 Committee Meetings:

Committee meetings may be called by the Chair or Secretary. Committee members must receive notice of meetings at least 3 days before the meeting.

The quorum for Committee meetings is three Committee members.

## 8. Rules of Procedure for meetings:

All questions that arise at any meeting will be discussed openly and the meeting will seek to find general agreement that everyone present can agree to.

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If a consensus cannot be reached a vote will be taken and a decision will be made by a simple majority of members present. If the number of votes cast on each side is equal, the chair of the meeting shall have an additional casting vote.

## 9. Finances:

### Appeals:

The Executive Committee shall have power to make appeals, solicit donations and canvass monies for carrying out the objects of the Society.

### Expenses of Administration:

The Executive Committee shall, out of the monies received by the Society, pay all proper expenses of administration and management of the Society (including any reasonable insurance cover) and shall use the residue of such monies as it thinks fit for or towards the objects of 'The Malling Society'.

An account will be maintained on behalf of the Society at a bank agreed by the committee. Three cheque signatories will be nominated by the Committee (one to be the Treasurer). The signatories must not be related nor members of the same household.

All payments will be signed by any two of the signatories.

- For cheque payments, the signatories will sign the cheque.
- For other payments (such as BACS payments, cash withdrawals, debit card payments or cash payments), a requisition note will be signed by two signatories, and held by the treasurer.

Records of income and expenditure will be maintained by the Treasurer and a financial statement given at each meeting.

All money raised by or on behalf of 'The Malling Society' is only to be used to further the aims of the group, as specified in item 3 of this constitution.

## 10. Amendments to the Constitution:

Amendments to the constitution may only be made at the Annual General Meeting or a Special General Meeting.

Any proposal to amend the constitution must be given to the Secretary in writing. The proposal must then be circulated with the notice of meeting.

Any proposal to amend the constitution will require a two thirds majority of those present and entitled to vote.

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## 11. Dissolution:

If a meeting, by simple majority, decides that it is necessary to close down the group it may call a Special General Meeting to do so. The sole business of this meeting will be to dissolve the group.

In the event of the winding-up of the Society, the available funds of the Society shall be transferred to such one or more charitable Bodies as may be chosen by the Executive Committee and approved by the Charity Commissioners of England and Wales.

This constitution was agreed at the Annual General Meeting / ~~Special / General Meeting~~ of 'The Malling Society' on: -

Date

15<sup>th</sup> May 2018

Name and position in the Society

Christopher Mercer Chair

Signed for and on behalf of the Society

*Christopher James Mercer*

