

# THE SCALBY VILLAGE TRUST

## CONSTITUTION

Incorporating amendments adopted at the Annual General Meetings held on the 18<sup>th</sup> March 1993 and 9<sup>th</sup> March 1998.

### 1. NAME

The name of the Society shall be the Scalby Village Trust.

### 2. OBJECTS

The objects of the Society shall be:-

(a) To promote the permanent preservation for the benefit of the public generally and especially the inhabitants of the Villages of Scalby and Newby, North Yorkshire of lands and buildings of beauty or historic interest in or around the Villages, and generally to protect and preserve the character and amenities of the Villages, and for the attainment of these objects, if it shall seem necessary or desirable,

(i) To promote, assist or oppose proposals for the use or development of land within or near the said Villages, and/or

(ii) To acquire and hold any land so situated.

(b) To do all such lawful acts or things as are incidental to the attainment of the primary objects of the Society, and so far as may be necessary or desirable to do, such acts or things in collaboration with any person, body, institution, authority or otherwise.

### 3. MEMBERSHIP

Membership of the Society shall be open to any person residing or owning property in the said Villages. The Committee may also admit to membership any other person who is interested in the objects of the Society.

### 4. SUBSCRIPTIONS

The annual subscription shall be such sum as the members present at the Annual General Meeting shall resolve after notice of motion on the notice of that meeting. Payment shall be due on the 1<sup>st</sup> January following. The Society shall have power to accept donations for any purpose not inconsistent with its objects and may make special appeals for funds to be used in connection with any such purpose.

### 5. RESIGNATION

Any member may determine his or her membership at any time by notice in writing to the Honorary Secretary.

### 6. DETERMINATION OF MEMBERSHIP

Provided that due notice of such business appears on the agenda, the Committee may, at a regular meeting of the Committee, on a resolution passed by three quarters of those present, discontinue the membership of

any member of the Society whose subscription is significantly in arrears or for any other reason at the absolute discretion of the Committee.

## **7. MANAGEMENT**

The management of the Society shall be vested in a Committee consisting of the Chairman, the Vice-Chairman, the Honorary Secretary, the Honorary Solicitor, and not fewer than 10, but not more than 20 other members PROVIDED that the Committee may co-opt additional members to the Committee. Five members of the Committee shall constitute a quorum.

## **8. TRUSTEES**

The Trustees for the purpose of investment and ownership of property shall, until the same is vested in the Official Custodian for Charities, by the Chairman, Vice-Chairman, Honorary Treasurer and Honorary Secretary for the time being of the Society and any document to be executed by the Society shall be adequately executed if executed or signed by them.

## **9. ELECTION OF OFFICERS AND COMMITTEE**

At every Annual General Meeting a Chairman, Vice-Chairman, Honorary Treasurer, Honorary Secretary, Honorary Solicitor, an Auditor or Honorary Auditor and not fewer than 10 but not more than 20 Committee members shall be elected for the ensuing year. Nominations for any of these appointments, giving the names of the proposer and seconder and a statement from the nominee indicating willingness to stand for election, are to be submitted to the Honorary Secretary not less than 7 clear days before the date for the Annual General Meeting. If the number of nominations for any of these offices exceeds the number of vacancies the successful candidate or candidates shall be determined by secret ballot. The members of the Committee shall take office at the end of the meeting at which they are elected and shall hold office until the end of the next Annual General Meeting. All members of the Committee may be elected for re-elected for a further term or further terms of office. The Chairman for the time being of the Committee shall also be the Chairman of the Annual General Meeting.

## **10. FINANCE**

The Honorary Treasurer shall keep accounts of all moneys received and expended on account of the Society and shall present such account to the Annual General Meeting of the Society. A Banking Account shall be opened on behalf of the Society and all cheques drawn on the said account shall require the signature of at least two members of the Committee.

## **11. ANNUAL GENERAL MEETING**

The financial year of the Society shall end on the 31<sup>st</sup> December in each year and a General Meeting of the members shall be convened by the Honorary Secretary as soon thereafter as possible, and in any case within three months, for the purpose of receiving the Annual Report and audited Accounts, for electing the Officers for the ensuing year and to consider any other business as may be necessary. Fourteen days notice of such Meeting shall be sent to all members. Fifteen members present in person shall constitute a quorum at the Annual General Meeting. In the event of a quorum not being present the meeting shall be adjourned to such place, date and time within the ensuing fourteen days as the Chairman shall decide, and the members present at such adjourned Meeting shall constitute a quorum.

## **12. EXTRAORDINARY GENERAL MEETINGS**

An Extraordinary General Meeting may be convened at any time by a resolution of the Committee or on the requisition of at least ten members of the Society. A Meeting held on such a requisition shall be held within twenty one days of the receipt of such requisition by the Honorary Secretary and the Honorary Secretary shall give to the other members of the Society fourteen days notice of such Meeting. A quorum shall be the same as a quorum at the Annual General Meeting.

## **13. INVESTMENT**

The Trustees shall invest in their names or in the name of the Official Custodian for Charities any moneys not required for the immediate purposes of the Society in securities in which such trust money may by law be invested with power from time to time to transpose such investments.

## **14. ACQUISITION OF LAND**

The Trust may acquire by purchase or otherwise freehold and leasehold land for the purposes of the Society. Any land acquired by the Trust shall be vested in the Trustees or in the Official Custodian for Charities.

## **15. POWERS OF TRUSTEES**

The Trustees shall with such consent as is by law required, deal with the property so vested in them or in the Official Custodian for Charities on behalf of the Society, by way of sale, mortgage, charge, lease or otherwise howsoever as directed by the Society. Such direction shall be given by a resolution of the members of the Society passed by a majority of the members present at a duly convened meeting of the Society, and when so passed shall in favour of a subsequent purchaser, mortgagee, charge, lessee or grantee be binding upon all member of the Society. A certificate signed by the Secretary for the time being of the Society shall in favour of a purchaser, mortgagee, charge, lessee, or grantee be conclusive evidence that such a direction was duly given.

## **16. POWERS OF COMMITTEE**

All matters not hereinbefore provided for and not involving an amendment to this Constitution may be dealt with by the Committee.

## **17. AMENDMENT OF CONSTITUTION**

The Society in General Meeting by a resolution passed by no less than three quarters of those present and voting may amend this Constitution save that there shall be no power to amend Clauses 2 and 3 of this Constitution and no amendment whatsoever to the Constitution shall be made unless 21 days notice thereof be given in writing to the Secretary and Chairman.

## **18. WINDING UP**

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 having objects similar or reasonably similar to those hereinbefore declared as may be chosen by the Committee and approved by the Charity Commissioners for England and Wales.