



Registered Charity No. 1104136

CONSTITUTION

1. **NAME**

The name of the Charity shall be Maresfield Conservation Group (herein referred to as MCG).

2. **AIMS**

To promote the conservation, protection and improvement of the physical and natural environment in Maresfield and surrounding area. To promote and support village life and its amenities.

3. **ADMINISTRATION**

Subject to the matters set out below, MCG and its property shall be administered and managed in accordance with the Constitution by members of the Executive Committee.

4. **HONORARY OFFICES**

At the Annual General Meeting of MCG members shall elect a Chairman and Treasurer who shall hold office from the end of the meeting until the following Annual General Meeting. The post of Secretary is advisable but not essential.

5. **EXECUTIVE COMMITTEE**

- a. The Executive Committee shall consist of the honorary officers and not more than 7 or less than 5 members elected at the Annual General Meeting.
- b. The Executive Committee shall be empowered to fill any casual vacancies and to appoint up to 3 co-opted members.
- c. The Executive Committee shall be empowered to elect a vice- chairman from the elected number.
- d. No member of the Executive Committee shall acquire any interest in property belonging to MCG (otherwise than as a trustee for the charity) or receive commission or be interested (otherwise than as a member of the Executive

Committee) in any contract entered into by the Executive Committee.

6. POWERS

In furtherance of the AIMS, but not otherwise, the Executive Committee will have the following powers:

- a.** To raise funds, invite and receive subscriptions and donations provided that in raising funds the Executive Committee shall not undertake any substantial trading activities and shall conform to the requirements of the law.
- b.** To establish or support any charitable trusts, associations or institutions formed for all or any of the aims.
- c.** To appoint and constitute such advisory committees as the Executive Committee may think fit.
- d.** The authority to do all other lawful things as are necessary to further the achievement of the aims.

7. EXECUTIVE COMMITTEE MEETINGS AND PROCEEDINGS

- a.** The Executive Committee shall hold at least 4 ordinary meetings each year.
- b.** A special meeting may be called at any time by the Chairman or by any two members of the Executive Committee upon not less than 4 days notice.
- c.** There shall be a quorum when at least 4 members of the Executive Committee are present at the meeting.
- d.** Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question with the Chairman having a second casting vote.
- e.** The Executive Committee shall keep minutes of proceedings of all meetings held by the Executive Committee and any sub-committees on file. Upon approval these minutes will be published on the MCG website.
- f.** The Chairman shall preside at all meetings of MCG, or, in their absence, a member elected by the Executive Committee.

8. MEMBERSHIP

- a.** Will be open to any person, 16yrs of age, and over, interested in supporting the aims of MCG by paying an annual subscription.
- b.** Each member shall have one vote.
- c.** The Executive Committee may unanimously, and for good reason, terminate the membership of any individual, provided that the individual concerned shall have the right to be heard by the Executive Committee and may be accompanied by a friend before the final decision is made.

9. SUBSCRIPTIONS

- a. The membership subscription shall be payable on joining and thereafter annually. This is a voluntary amount for each member or household.

10. ACCOUNTS

The Executive Committee shall comply with their obligations for MCG under the Charities Act 2011 and 2016 with regard to the following:

- a. The keeping of accounting records.
- b. The preparation of annual statements of accounts.
- c. The independent examination of the statement of accounts
- d. The transmission of statements of accounts to the Charity Commission.

11. ANNUAL RETURNS

The Executive Committee shall comply with their obligations under the Charities Act 2011 and 2016 with regard to the preparation of an annual report and its transmission to the Charities Commission.

12. ANNUAL GENERAL MEETING

- a. An Annual General Meeting of MCG will be held between 1st May to 30th June each year.
- b. Every Annual General Meeting shall be called by the Executive Committee and all MCG members shall be given at least 21 days notice. All members shall be entitled to attend and vote at this meeting.
- c. The Executive Committee shall present the report and accounts of MCG for the preceding year made up to 31st March.
- d. Nominations for election to the Executive Committee must be made by members and be in the hands of the Chairman or Secretary at least 7 days before the Annual General Meeting. Should nominations exceed vacancies election shall be by a show of hands.
- e. There shall be a quorum if at least 20 members of MCG are present.

13. EXTRA-ORDINARY GENERAL MEETING

The Executive Committee may call an Extra-ordinary General Meeting of MCG at any time. If at least 20 members request such a meeting in writing, stating the business to be discussed, the Chairman or Secretary shall call such a meeting. At least 21 days notice must be given to all members stating the business to be discussed.

14. PROCEDURE AT GENERAL MEETINGS

- a.** The Secretary or other person specially appointed by the Executive Committee shall take minutes and produce a record of proceedings.
- b.** There shall be a quorum if at least 20 members of MCG are present.

15. ALTERATIONS TO THE CONSTITUTION

The Constitution may be altered or amended by a resolution passed by not less than two thirds of the members present and voting at a general meeting. Notice of the general meeting must include details of the proposed resolution.

16. DISSOLUTION

- a.** If the Executive Committee decides that it is necessary or advisable to dissolve MCG it shall call a meeting of all members giving not less than 21 days notice (stating the terms of the resolution to be proposed).
- b.** If the proposal is confirmed by a two thirds majority of those present and voting at the meeting, the Executive Committee shall have the authorisation to realise any assets held by or on behalf of MCG.
- c.** Any remaining assets after the satisfaction of any proper debts or liabilities shall be given or transferred to such other charities or institutions having aims similar to the aims of MCG as members determine, or failing that, applied to some other charitable purpose.
- d.** A copy of the statement of accounts for the final accounting period of MCG must be sent to the Charity Commissioners.