

**CONSTITUTION
OF
SALTAIRE VILLAGE SOCIETY
as agreed at the Annual General Meeting 21 May 2007**

1. NAME

The name of the Society shall be Saltaire Village Society.

2. OBJECTS

The Society is established for the public benefit for the following purposes in the area comprising the Village of Saltaire in the Metropolitan District of Bradford in the County of West Yorkshire which area shall hereinafter be referred to as “the area of benefit”.

- (i) To promote high standards of planning and architecture in or affecting the area of benefit.
- (ii) To educate the public in the geography, history, natural history and architecture of the area of benefit.
- (iii) To secure the preservation protection development and improvement of features of historic or public interest in the area of benefit.
- (iv) To promote the interests of the inhabitants of the area of benefit by providing facilities in the interests of social welfare for recreation and leisure time occupation with the object of improving the conditions of life for the said inhabitants.

In furtherance of the said purposes but not otherwise the Society through its Committee shall have the following powers :-

- (1) To promote civic pride in the area of benefit.
- (2) To promote research into subjects directly connected with the objects of the Society and to publish the results of any such research.
- (3) To act as a co-ordinating body and to co-operate with the local authorities, planning committees, and all other statutory authorities, voluntary organisations, charities and persons having aims similar to those of the Society.
- (4) To promote or assist in promoting activities of a charitable nature throughout the area of benefit.
- (5) To publish papers, reports and other literature.

- (6) To make surveys and prepare maps and plans and collect information in relation to any place, erection or building of beauty or historic interest within the area of benefit.
- (7) To hold meetings, lectures and exhibitions.
- (8) To educate public opinion and to give advice and information.
- (9) To raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscription, donation and otherwise; provided that the Society shall not undertake any permanent trading activities in raising funds for its primary purpose.
- (10) To acquire, by purchase, gift or otherwise, property whether subject to any special trust or not.
- (11) To sell, let, mortgage, dispose of or turn to account all or any of the property or funds of the Society as shall be necessary.
- (12) To borrow or raise money for the purposes of the Society on such terms and on such security as the Committee shall think fit, but so that the liability or individual members of the Society shall in no case extend beyond the amount of their respective annual subscriptions.
- (13) To do all such other things as are necessary for the attainment of the said purposes.

3. MEMBERSHIP

There will be no formal membership of the society apart from those elected onto the Committee at the Annual General Meeting and those who may be co-opted by the Committee or those who fill casual vacancies of the Committee.

Any person who subscribes to the objects of the Society shall be eligible to stand for election to the Committee.

4. MEETINGS

Open meetings will be open to any person who subscribes to the objects of the Society. A list of the names and address and other contact details of all people attending each meeting of the Society shall kept by the Secretary.

An Annual General Meeting shall be held in or about May of each year to receive the Committee's report and accounts and to elect Members of the Committee. The Annual General Meeting will be chaired by the out-going Committee Chairperson in its entirety.

Nominations for the committee should be made in writing to the Secretary at least 14 days before the Annual General Meeting. Such nominations shall be supported by a proposer and seconder and must have the consent of the proposed nominee. Nominations will also be accepted up to the start of the Annual General Meeting provided that the secretary is satisfied that the nominee is willing and that the nominee has a proposer and seconder.

Nominees for election as Committee members shall declare at the Annual General Meetings 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 for election to the Committee exceed the number of vacancies, a ballot shall take place in such manner as shall be determined.

Fifteen people personally present shall constitute a quorum for an open meeting of the Society

The Committee shall decide when ordinary open meetings of the Society shall be held.

The Committee shall give at least 7 days' notice of all open meetings of the Society. The manner of notice of such meetings will be decided by the committee to bring the widest possible attention. This could include all or a mixture of posters and leafleting of the area, email and letter to those who have given their contact details and notice on the Saltaire Village web site.

5. THE COMMITTEE

Members of the Committee shall be elected annually at the Annual General Meeting of the Society, and outgoing members may be re-elected.

The Committee shall be responsible for the management and administration of the Society.

The Committee shall consist of not less than five and not more than twelve members.

The quorum for committee meetings shall comprise three of the members of the Committee.

The Committee shall have the power to fill casual vacancies occurring among the members of the Committee between General Meetings.

The Committee shall meet not less than six times a year. Notice of at least three days shall be given for each Committee meeting.

In the event of an equality in the votes cast, the Chairperson shall have a second or casting vote.

The Committee shall have power to co-opt further members (who shall attend in an advisory and non-voting capacity).

6. OFFICERS

Officers of the Committee shall be elected by the Committee at the first committee meeting after the AGM.

The Officers of the Society shall consist of :-

1. Chair
2. Secretary
3. Treasurer

all of whom shall relinquish their office every year and shall be eligible for re-election as a committee member at the Annual General Meeting.

The Committee shall have the power to fill casual vacancies occurring among the Officers and committee of the Society.

7. SUB-COMMITTEES

The Committee may constitute such sub-committees from time to time as shall be considered necessary for such purposes as shall be thought fit. The Chairman and Secretary of each sub-committee shall be appointed by the Committee and all actions and proceedings of each sub-committee shall be reported to and be confirmed by the Committee as soon as possible. Members of the Committee may be members of any sub-committee and membership of a sub-committee shall be no bar to appointment to membership of the Committee. Sub-Committees shall be subordinate to and may be regulated or dissolved by the Committee.

8. DECLARATION OF INTEREST

It shall be the duty of every Officer or member of the 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 he/she shall not discuss such item (except by invitation of the Chairman) or vote thereon.

9. EXPENSES OF ADMINISTRATION AND APPLICATION OF FUNDS

The 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 to reserve of such sums as may be deemed expedient, the remaining funds of the Society shall be applied by the Committee in furtherance of the purposes of the Society.

10. INVESTMENT

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

11. TRUSTEES

Any freehold and leasehold property acquired by the Society shall, and if the Committee so directs any other property belonging to the Society may, be vested in trustees who shall deal with such property as the Committee may from time to time direct. Any trustees shall be at least two in number or a trust corporation. The Power of appointment of new trustees shall be vested in the Committee. A trustee need not be a member of the Society but no person whose membership lapses by virtue of clause 4 hereof shall thereafter be qualified to act as a trustee unless and until re-appointed as such by the Committee. The Secretary for Minutes shall from time to time notify the trustees in writing of any amendment hereto and the trustees shall not be bound by any such amendments in their duties as trustees unless such notice has been given. The Society shall be bound to indemnify the trustees in their duties (including the proper charge of a trustee) and liability under such indemnity shall be a proper administrative expense.

12. AMENDMENTS

This Constitution may be amended by a two-thirds majority of members present at an Annual General Meeting or Special General Meeting of the Society, provided that 28 days notice of the proposed amendment has been given to all members, and provided that nothing herein contained shall authorise any amendment the effect of which would be to cause the Society at any time to cease to be a charity in law.

13. NOTICES

Any notice required to be given by these Rules shall be deemed to be duly given if left at or sent by prepaid post addressed to the address of that member last notified to the Secretary.

14. WINDING UP

The Society may be dissolved by a two-thirds majority of members voting at an Annual General Meeting or Special General Meeting of the Society confirmed by a simple majority of members voting at a further Special General Meeting held not less than 14 days after the previous Meeting. If a motion for the dissolution of the Society is to be proposed at an Annual General Meeting or a Special General Meeting this motion shall be referred to specifically when notice of the Meeting is given. In the event of the dissolution of the Society the available funds shall be transferred to such or more charitable institutions having objects similar or reasonably similar to those herein declared as shall be chosen by the Committee and approved by the Meeting of the Society at which the decision to dissolve the Society is confirmed. On dissolution the minute books and other records of the Society shall be deposited with the Civic Trust.