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**CONSTITUTION AND RULES**

**of**

**THE PINNER ASSOCIATION**

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Amendment to Section 5, para. 1, adopted at the 1997 AGM:

In 5. MEETINGS: after "*audited*" add "*or independently examined annual statement*"

And after "*Auditors*" add "*or independently examining accountant*".

Amendment to Section 5, para. 1, adopted at the 2009 AGM:

In 5. MEETINGS: Delete the last sentence of para.1 and replace with "*A competent person or body, not being an Executive Committee member, shall be elected at the Annual General Meeting to act as Auditor or Independent Examiner for the current year.*"

## **1. NAME**

The name of the Society shall be The Pinner Association.

## **2. OBJECTS**

The Association is established for the public benefit for the following purposes in the area of Pinner which area shall hereinafter be referred to as "the area of benefit".

- (a) To stimulate public interest in the area of benefit.
- (b) To promote high standards of planning and architecture in the area of benefit.
- (c) To secure the preservation protection development and improvement of features of historic or public interest in the area of benefit.

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

- (1) To promote research and to publish the results of any such research.
- (2) To act as a co-ordinating body and to co-operate with the local authority, planning committees, sanitary, drainage and all other local and statutory authorities, voluntary organisations, charities and persons having aims similar to those of the Association.
- (3) To promote or assist in promoting activities throughout the area of benefit in furtherance of the cultural and artistic life of the inhabitants thereof.
- (4) To publish papers, reports and other literature.
- (5) 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.
- (6) To hold meetings, lectures and exhibitions.
- (7) To educate public opinion and to give advice and information.
- (8) 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 Association shall not undertake any permanent trading activities in raising funds for its primary purposes.
- (9) To take and accept any gifts of property, whether subject to any special trusts or not.
- (10) To sell, let, mortgage, dispose of or turn to account all or any of the property or funds of the Association as shall be necessary.
- (11) To borrow or raise money for the purposes of the Association on such terms and on such security as the Executive Committee shall think fit, but so that the liability of individual members of the Association shall in no case extend beyond the amount of their respective annual subscriptions.
- (12) To do all such other things as are necessary for the attainment of the said purposes.

## **3. MEMBERSHIP**

Membership shall be open to all who are interested in actively furthering the purposes of the Association. No member shall have the power to vote at any meeting of the Association if his/her subscription is in arrear. A member's subscription shall be deemed to be in arrear for voting purposes if it remains unpaid in respect of the previous calendar year provided that a new member enlisted in the current year may vote at any meeting during that year. An official subscription receipt or official membership card or such other evidence as shall be decided by the Executive Committee shall constitute proof of membership.

## **4. SUBSCRIPTIONS**

The annual subscription in each calendar year shall be as decided by the Executive Committee.

## **5. MEETINGS**

An Annual General Meeting shall be held in or about March of each year to receive the Executive Committee's report and audited accounts, made up to the 31st December of the preceding calendar year, and to elect Officers and Members of the Committee. Two members, not being Executive Committee members shall be elected at the Annual General Meeting to act as Auditors for the current year.

The Executive Committee shall decide when General Meetings of the Association shall be held and

shall give at least 14 days' notice of such meetings to all members.

Special General Meetings of the Association shall be held at the written request of at least 40 members whose subscriptions are fully paid-up. 40 Members personally present shall constitute a quorum for general meetings of the Association.

## **6. OFFICERS**

Nominations for the election of officers shall be submitted in writing to the Honorary Secretary or Chairman at least one week before the Annual General Meeting. Such nominations shall be supported by a seconder and the consent of the proposed nominee must first have been obtained. The election of officers shall be completed prior to the election of further Committee members. The Officers of the Association shall consist of:-

President.

Chairman.

Vice-Chairman.

Honorary Secretary.

Honorary Treasurer.

Honorary Membership Secretary.

Honorary Editor of the Association's magazine, "The Villager".

all of whom shall relinquish their office every year and shall be eligible for re-election at the Annual General Meeting. The Executive Committee shall have the power to fill casual vacancies occurring among the Officers. The Office of Chairman shall not be held by a member for more than three consecutive years, but such member having vacated the office for a minimum period of one year will again become eligible.

## **7. LIFE VICE-PRESIDENTS**

The Executive Committee may nominate at the AGM persons who have given distinguished service to the Association for election as Life Vice-Presidents. The consent of any nominee must first have been obtained. On election such persons shall become Vice-Presidents for life. Life Vice-Presidents will not be ex-officio members of the Executive Committee.

## **8. THE EXECUTIVE COMMITTEE**

The Executive Committee shall be responsible for the management and administration of the Association. It shall consist of the Officers and not more than 10 other members and shall have power to co-opt three further members and to fill casual vacancies occurring during the year. In the event of equality in the votes cast the Chairman shall have a second or casting vote.

Nominations for the election of the Executive Committee shall be submitted in writing to the Honorary Secretary or Chairman at least one week before the Annual General Meeting. Such nominations shall be supported by a seconder and the consent of the proposed nominee must first have been obtained. If nominations exceed the number of vacancies, a ballot shall take place in such manner as shall be determined. Members of the Executive Committee shall be elected annually at the Annual General Meeting of the Association. Outgoing members may be re-elected.

The Executive Committee shall meet not less than 10 times a year and the Honorary Secretary shall give all members due notice of each meeting. Seven shall be a quorum. Local Government representatives for the area may attend meetings of the Executive Committee but may not vote.

## **9. SUB-COMMITTEES**

The Executive 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 Executive Committee and all actions and proceedings of each sub-committee shall be reported to and be confirmed by the Executive

Committee at its next meeting. Members of the Executive Committee may be members of any sub-committee and membership of a sub-committee shall be no bar to appointment to membership of the Executive Committee. Sub-committees shall be subordinate to the Executive Committee and may be regulated or dissolved by the Executive Committee.

#### **10. EXPENSE OF ADMINISTRATION AND APPLICATION OF FUNDS**

The Executive Committee shall, out of the funds of the Association, pay all proper expenses of administration and management of the Association. After the payments 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 Association shall be applied by the Executive Committee in furtherance of the objects of the Association.

#### **11. INVESTMENT**

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

#### **12. TRUSTEES**

(a) No person who is disqualified from acting as charity trustee shall be eligible to be elected or appointed as an officer or member of the Executive Committee. In the event of a member of the Committee becoming disqualified during his/her term of office he/she shall forthwith cease to be an officer or member of the Committee as the case may be.

(b) The Executive Committee may appoint a custodian trustee, a trust corporation or not less than three nor more than four named individuals to hold any real or personal property held by or in trust for the Association or may with the agreement of the official Custodian for Charities vest in him/her property so held. In the event of the resignation death or disqualification of an individual trustee the Executive Committee shall be empowered to appoint a replacement.

#### **13. AMENDMENTS**

This Constitution may be amended by a two-thirds majority of members present at an Annual or Special General Meeting of the Association, provided that at least 14 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 Association at any time to cease to be a charity in law.

#### **14. 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 Membership Secretary or by publishing the same in "The Villager", or the local press or by posters.

#### **15. WINDING - UP**

The Association may be dissolved by a two-thirds majority of members voting at an Annual General or Special General Meeting of the Association confirmed by a simple majority of members voting at a further Special General Meeting held not less than 14 days after the previous Meeting. For the purposes of winding-up a quorum shall be three members present at this second meeting. If a motion for the dissolution of the Association 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 Association the available funds of the Association shall be transferred to such one or more charitable institutions having objects similar or reasonably similar to those herein before declared as shall be chosen by the Executive Committee and approved by the Meeting of the Association at which the decision to dissolve the Association is confirmed. On dissolution the minute books and other records of the Association shall be deposited with the Principal Librarian of the London Borough of Harrow or whom failing, the Civic Trust.