CONSTITUTION OF THE HIGH LEGH COMMUNITY ASSOCIATION

1) **NAME:** The name of the Association shall be **High Legh Community Association**, referred to in this document as 'the Association'. The affairs of the Association shall be managed by a **Council** made up of elected and appointed members.

2) **OBJECTS:** The objects of the Association shall be:

a) To promote the benefit of the inhabitants of High Legh without distinction of sex or of political, religious or other opinions by associating the local authorities, voluntary organisations and inhabitants in a common effort to advance education and to provide 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.

b) To establish or to secure the establishment of a Community Centre and to maintain and manage, or to cooperate with any local statutory authority in the maintenance and management of, such a centre for activities promoted by the Association and its constituent bodies in furtherance of the above objects.

3) **MEMBERSHIP:** There are two kinds of membership:

a) INDIVIDUAL members who can be either FULL or JUNIOR members.

b) GROUP members who represent relevant local statutory bodies and organisations.

4) **INDIVIDUAL MEMBERSHIP**: This is open to individuals who live in High Legh regardless of political views, nationality, religious opinions, gender or race. Membership is automatic for all those living in High Legh; there is no application process.

a) **FULL members** who are eighteen years or over. They have the right to vote at meetings of the Association.

~~b)~~ **JUNIOR members** who are under the age of 18 years. Junior members do not have the right to vote at meetings of the Association. The Council of the Association may appoint on to the Council up to two representatives from this group. These representatives are able to vote at Association and Council meetings as though they are full members of the Association and the Council.

5) **GROUP MEMBERSHIP**: This is available to statutory authorities, voluntary organisations, charities and activity groups operating in High Legh.

Each of the above shall have the right to appoint a representative to be a member of the Council by giving notice in writing to the secretary of the Council. Such notice must also be given to revoke the appointment and to appoint another member in their place. High Legh Parish Council, as the local statutory authority, may elect two such representatives. In all cases, the representative must be a member of the organisation they are to represent but need not necessarily be a resident of High Legh. All such representatives are able to vote at Association and Council meetings as though they are full members of the Association and the Council.

6) **THE COUNCIL:** The Council is responsible for the general conduct and running of the Association. It shall hold not less than six meetings per year. The Council may consist of:

a) The representative(s) of the Group Members as defined in clause (5).

b) A number of Full members elected by a simple vote at the Annual General Meeting of the Association. There must be at least 6 such members and additionally their number must be greater than the number of Group Member representatives mentioned in clause (6a) above. At least 3 from this group will act as trustees of the charity.

c) Two representatives of the Junior members nominated as mentioned in clause (4b) above.

d) Where Property Trustees for the Association have been appointed, up to two from their number.

e) The Council may co-opt additional members who may become members of the Council provided that the number of co-opted members is not greater than one third of those other members of Council listed above. Co-opted members do not have to be residents of High Legh and may vote at the discretion of the Council.

All members of the Council shall retire annually in advance of the AGM. They may be re-appointed or co-opted again at the Annual General Meeting of the Association.

The Council has the power to establish committees for specific purposes. The structure and constitution of committees and their terms of reference are determined by the Council, and may be changed as necessary. Membership of committees is not limited to members of Council and is open to all members of the Association. A committee may co-opt members who are not members of the Association where they have expertise relevant to the work of the committee.

7) **OFFICERS OF THE ASSOCIATION:**

a) **HONORARY OFFICERS.** The Annual General Meeting may elect a President and must appoint a Treasurer and a Secretary of the Association. The Council shall elect a Chair and any other officers that it deems to be necessary. The office of the Chair may be shared.

b) **PAID OFFICERS.** The Council has the power to appoint and, as necessary, dismiss paid officers.

8) **ANNUAL GENERAL MEETING (AGM).** The AGM should be held annually, normally in the month of October, but in any event before the end of the calendar year. 28 days notification shall be given in advance of the AGM. All members of the Association are entitled to attend. The business of the AGM includes:

a) Accepting resignations of members of the Council.

b) Receiving the Annual Report of the Council.

c) Receiving the annual Audited Statement of Accounts for the Association.

d) Appointing the Officers of the Association.

e) Electing Members of the Association as Members of the Council.

f) Appointing an Auditor for the coming year.

g) Making representations to the Council on any relevant matter.

h) When necessary, voting on proposals to amend this Constitution – see clause (17).

i) Any Other Business.

9) **EXTRAORDINARY GENERAL MEETINGS (EGM).** An EGM may be called:

a) By special request from the Council as a result of a majority vote.

b) Or following a written request to the secretary of the Council from at least twenty voting members of the Association, giving reasons for the request.

If requested under clause (9b) the meeting must be convened within twenty-one days of receipt of the written request.

The EGM may consider any matter referred to it by the Council, and it is specifically required to consider any amendment to this constitution – see clause (15).

10) **RULES OF PROCEDURE AT ALL MEETINGS**

a) Quorum: 25 full members shall form a quorum for all meetings with the exception of meetings of the Council for which the quorum shall be half of the appointed members. The quorum for committees shall be determined by the Council and incorporated in the committee's terms of reference.

b) Minute books shall be kept for the Council and the Association as a definitive and true record of all proceedings and resolutions at meetings.

c) All matters arising at a meeting shall be decided by a simple majority of those members present and entitled to vote. The rules for deciding a majority on changes to this Constitution are different – refer to clause (15). If a person attends as both an individual and as the representative of a group, they may only exercise one vote. In the event of equality, the Chairman shall have a second or casting vote.

11) **STANDING ORDERS and RULES FOR USE OF FACILITIES.** The Council has the power to adopt and issue standing orders for its operation as well as rules for the operation of the community centre, known as the Village Hall. Nothing under this provision can operate against the provisions of this Constitution.

12) **FINANCE**

a) All monies raised by or on behalf of the Association shall only be applied to further the objects of the Association. For the avoidance of doubt, this can include the making of Grants to local organisations or individuals in support of the Objects.

b) The Treasurer shall keep full and proper Accounts of the finances of the Association.

c) The accounts shall be independently examined at least once a year by a qualified accountant or auditor appointed at the AGM.

d) The audited statement of accounts shall be presented by Council to the Annual General Meeting.

13)TRUST PROPERTY. The title of all and any real property which may be acquired by or for the purpose of the Association shall be vested in trustees who shall be appointed by the Council and who shall enter into a deed of trust setting forth the purposes and conditions under which they hold the said property in trust for the Association. The number of trustees shall not be less than 2 nor more than 4.

14)DISSOLUTION. If on financial grounds or as a result of lack of local support the Council may vote to dissolve the Association. A simple majority of those present would carry this decision. In this case a further meeting of all members of the Association must be called in the usual way and the proposed dissolution must be clearly stated. The meeting must be extensively advertised using suitable methods. The appropriate statutory bodies must also be informed in writing. If the motion to dissolve the Association is carried by a majority of those present and entitled to vote the Council must:

a) Discharge all proper debts and liabilities of the Association.

b) With the approval of the Secretary of State for Education and Science, the Council shall apply any remaining monies towards charitable purposes in the High Legh area.

15)ALTERATIONS TO THE CONSTITUTION. Special procedures must be followed for any proposal to alter the constitution. The constitution must be reviewed every 5 years from (enter date) Any proposal for alteration must be delivered to the Secretary of the Association not less than 28 days before the meeting where the matter is to be considered for the first time. Any alteration requires the approval from BOTH:

a) A simple majority of Council members present and voting at a meeting of Council.

b) A two-thirds majority of individual and group members of the Association present and voting at a general meeting.

In addition:

1) No less than fourteen days warning of the general meeting must be given and details of the proposed changes to the constitution must be published at the same time.

2) No alteration to clause (2) can be made without the consent of the Secretary of State for Education and Science.

3) The consent of the Charity Trustees must be obtained. Their consent should not be withheld without good reason.

This document was adopted as the Constitution of the High Legh Community Association at a public meeting convened on 24/11/24

Signed

P. A. Adams — K. Jones.

Chair — **Secretary**

P. A. ADAMS — KATHLEEN JONES.