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# **THE WEST CHISWICK & GUNNERSBURY SOCIETY**

*www.westchiswick.org.uk*

## **Constitution**

### **1. Adoption of the Constitution**

This Constitution was adopted on the 11<sup>th</sup> day of December 2001, amended at an AGM on 11<sup>th</sup> February 2003 and further amended at an AGM on 12<sup>th</sup> February 2024.

### **2. Name of the Association**

The name of the Association is The West Chiswick & Gunnersbury Society (hereafter called the Society).

### **3. Administration**

The Society will be administered by a Management Committee that has been elected by its members at a formally constituted Annual General Meeting.

### **4. Objectives of the Society**

The objectives of the Society are:

To act as a voice for those who live in the west Chiswick and Gunnersbury area of the London Borough of Hounslow.

To protect and, where possible, enhance the quality of life of the residents of the west Chiswick and Gunnersbury area, with particular regard to the quality of the built and natural environment and public realm and to improved infrastructure, and community facilities.

To promote the area's character and distinctiveness and preserve the significance of its heritage assets.

### **5. Powers of the Management Committee**

The Management Committee shall have the power to raise funds and incur expenditure in accordance with the aims of the Society.

### **6. Membership**

Membership of the Society shall be open to any person over the age of 18 years who resides in the west Chiswick and Gunnersbury area and who has paid the annual subscription. The area covered by the Society will include that part of the W4 postcode area bounded in the east by Sutton Lane North and Acton Lane, bounded in the north by the northern boundary of the Gunnersbury Triangle Nature Reserve and the Acton to Kew Bridge freight line to the junction of Kew Bridge Road and Chiswick High Road and bounded in the south by the Hounslow Loop 1 Line, the District Line/Overground line and the A4 Great West Road, all within the London Borough of Hounslow. Affiliated members can also be accepted from locations outside these areas, at the discretion of the Management Committee, but will not have voting rights.

## **7. Voting Rights of Members**

Every member shall have one vote, except for affiliated members.

## **8. Power of the Management Committee to terminate membership**

The Management Committee may, by unanimous vote, and for good reason, terminate the membership of any individual. The individual concerned shall have a right of appeal to be heard at a meeting of the membership and may be represented by a friend. The membership will then vote to either uphold the decision of the Management Committee or to overturn it. It will be a simple majority vote. In the circumstance of a tied vote, the Chair will have the right to exercise a casting vote.

## **9. Honorary Officers**

The members will elect from among themselves a Chair, Vice-chair, Secretary and Treasurer at the annual General Meeting of the Society. These officers will hold office from the conclusion of the Annual General Meeting.

## **10. Management Committee**

The Management Committee will consist of those Honorary Officers elected at the Annual General Meeting and up to eight other members elected at the same meeting. The Management Committee will have the power to fill any vacancies that occur at a meeting following the AGM and to co-opt up to two further members during the course of the year (but without voting rights).

## **11. Retirement of Management Committee**

All members of the Management Committee shall retire from office at the end of the next Annual General Meeting, but may be re-elected or re-appointed.

## **12. Declaration of Acceptance**

All members of the Management Committee shall sign a declaration of acceptance in the minutes that they are willing to uphold the objectives of the Society.

## **13. Determination of Membership of the Management Committee**

Any member of the Management Committee shall cease to hold office where they have been absent for either three meetings or six months, whichever is the greater, except where an explanation for absence has been provided to and accepted by the Management Committee. Any member of the Management Committee may terminate his or her membership by informing either the Chair or the Secretary of their wish to do so.

## **14. Declaration of Personal Interest**

Any member of the Society, including affiliated members, must declare any pecuniary interest in any matter being discussed and/or voted on by the Society. In such circumstances, the individual concerned may speak, with the agreement of the Chair, but cannot take part in any vote on that matter.

## **15. Meetings of the Management Committee**

The Management Committee shall hold at least two meetings each year. A special meeting may be called at any time by the Chair, or by any two other members of the Management Committee, upon not less than four days notice being given to the other members of the committee of the matter to be discussed. If the matter includes an appointment of a co-opted member, then not less than twenty-one days notice shall be given. Meetings of the Management Committee may be held in person or on-line.

## **16. Proceedings at the Management Committee**

The person elected to the chair shall act as Chair at meetings of the Management Committee. If the Chair is absent from any meeting, the Vice-chair will act as Chair. Should the Vice-chair also be absent, then the acting Chair will be chosen from the members of the Management Committee present at the meeting before any business is transacted. There shall be a quorum when at least one-third of the number of members of the Management Committee, or four members are present.

## **17. Voting at Management Committee Meetings**

Any matter requiring a vote shall be determined by a majority of votes of the members of the Management Committee present and voting on the question. In the case of an equality of votes, the Chair shall have a second and casting vote.

## **18. Power to Alter Rules**

The Management Committee may from time to time make and alter rules for the conduct of business, the summoning and conduct of meetings and the custody of documents. No rule may be made which is inconsistent with this Constitution.

## **19. Financial Records**

The funds of the Society, including any donations, contributions and bequests, shall be paid into an account operated by the Management Committee in the name of the Society at such a bank as the Management Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Management Committee, including at least one Honorary Officer, in accordance with the Bank Mandate.

The funds belonging to the Society shall be applied only to furthering the objectives of the Society.

## **20. Accounts**

The Management Committee shall:

Keep proper financial records of the Society

Prepare annual statements of accounts

Arrange for two examiners to be appointed from the Society members who are not members of the Management Committee to examine the statement of accounts and financial records. The examiners shall provide a signed statement attached to the Annual Accounts of the Society that they are satisfied as to their accuracy.

## **21. Annual Report and Accounts**

The Management Committee shall prepare and present an Annual Report & Accounts to the Annual General Meeting of the Society for adoption by the members.

## **22. Annual General Meeting**

There shall be an Annual General Meeting of the Society, which shall be held in the month of February in each year, or as soon as possible thereafter. The Annual General Meeting will be held in person, unless the Management Committee decides that it should be held on-line for reasons of public health. There shall be a quorum when at least ten members of the Society including committee members are present at such a meeting.

## **23. Notice of Annual General Meeting**

Every Annual General Meeting shall be called by the Management Committee. The Secretary shall give at least 21 days notice of the Annual General Meeting to all members of the Society. All members of the Society shall be entitled to attend and vote at the meeting.

#### **24. Annual Subscription**

An annual subscription shall be paid by each member. Any changes to the annual subscription shall be determined at the Annual General Meeting of the Society at which only fully paid-up members will be able to vote.

#### **25. Nominations to the Management Committee**

Nominations for election to the Management Committee must be made by members of the Society in writing and must be in the hands of the Secretary at least fourteen days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by secret ballot at the Annual General Meeting.

#### **26. General Meetings of the Society**

The Society shall hold at least one general meeting each year, in addition to the Annual General Meeting. The Secretary, or other person nominated by the Management Committee, shall arrange general meetings of the Society. The Secretary shall keep a full record of the proceedings at every general meeting of the Society. Any general meeting will be held in person, unless the Management Committee decides that it should be held on-line for reasons of public health. There shall be a quorum when at least ten members of the Society including committee members are present at such a meeting.

#### **27. Special General Meeting**

The Management Committee may call a special general meeting of the Society at any time. If at least ten members request such a meeting in writing, stating the business to be considered, the Secretary shall call such a meeting. At least twenty-one days notice shall be given and the notice must state the business to be discussed. Any special general meeting will be held in person, unless the Management Committee decides that it should be held on-line for reasons of public health. There shall be a quorum when at least ten members of the Society including committee members are present at such a meeting.

#### **28. Voting at General Meetings including the Annual General Meeting**

Any matter requiring a vote shall be determined by a majority of votes of the members present and voting on the question. In the case of an equality of votes, the Chair shall have a second and casting vote.

#### **29. Amendments to the Constitution**

The Constitution may be altered by a resolution passed by not less than two-thirds of the members present and voting at a general meeting of the Society. The notice of the meeting must include notice of the resolution, setting out the terms of the amendment proposed.

No amendments may be made to clauses 2 to 4 or clause 30 of this Constitution except at an Annual General Meeting, or a special general meeting constituted for that purpose.

#### **30. Dissolution**

If the Management Committee decides that it is necessary, or advisable, to dissolve the Society, it shall call a meeting of all members of the Society for that purpose, of which not less than twenty-one days notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting, the Management Committee shall have the power to realise any assets held on behalf of the Society. Any assets

remaining following settlement of any proper debts and liabilities shall be given or transferred to such other organisation or institution having objectives similar to those of the Society as the members may determine, or failing that, shall be applied for some other purpose.

This Constitution was amended at the AGM on February 12<sup>th</sup> 2024