



Proposed new GVA Constitution

This is the text of the proposed new constitution which will be discussed and voted on, at the AGM, 13th November 2008. You should print this and bring the copy to the AGM. Last amended 05/10/08.

THE CONSTITUTION OF GROOMSPORT VILLAGE ASSOCIATION

1. NAME OF THE ASSOCIATION

The name of the Association shall be: **GROOMSPORT VILLAGE ASSOCIATION (GVA)**

2. OBJECTS OF THE ASSOCIATION

2.1 The objects of the Association are:

- a) To protect and further the general interests of all villagers;
- b) To seek to retain and enhance the general character of the village;
- c) To promote and encourage activities among the village and the public at large. These may include educational, arts, social, environmental, sporting, academic and cultural activities.

2.2 Equality Policy

The Association will act without distinction of age, gender, sexual orientation, disability, race, nationality, political, religious or other opinion or those with or without dependents.

2.3 To achieve its objectives the Association may:

- a) Promote and carry out or assist in research, surveys and investigations and publish any useful results
- b) Organise or assist in organising meetings, lectures, classes, exhibitions, and publish or assist in publishing reports, periodicals, books, audio or visual recordings, information technologies or other documents or information.
- c) Obtain, collect and receive money by way of grants, bequests, donations, legacies or other lawful method, provided that the Association may not engage in any form of permanent trading.
- d) Obtain, collect and receive money or deposit or loan and borrow or raise money in such a manner as the Association should think fit subject to such consents as may be required by law.
- e) Invest the monies of the association not immediately required for the furtherance of the objects in such investments, as may be thought fit, subject to any conditions as may be required by law.
- f) Recruit and train volunteers with relevant skills to carry out the objects of the Association.
- g) Carry out its objectives by associating with the statutory authorities, local authorities, voluntary organisations, commercial organisations and inhabitants in a common effort to further the above objects.
- h) Do all such lawful things necessary for the attainment of the above objectives.

3. MEMBERSHIP OF THE ASSOCIATION

3.1 Membership of the Association shall be open to the following irrespective of age, gender, sexual orientation, disability, race, nationality, political, religious or other opinion or those with or without dependents.

- a) **Full individual Members** (Village Residents)
Any resident living within the area of benefit who subscribes to the objects of the Association shall be entitled to vote at meetings of the Association. Ministers of churches within the area of benefit will be deemed to be full members of the Association by virtue of their appointment.
- b) **Affiliated members**
Organisations within the area of benefit, whether voluntary or statutory may upon application to and with the approval of the Committee be admitted as affiliated members and such approval shall not be unreasonably withheld. Affiliated Member Organisations shall each be entitled to be represented at the General Meetings of the Association by a duly authorised representative with power to vote on behalf of the affiliated member organisation.
- c) **Associate Members**
Commercial organisations operating within the area of benefit, or well wishers anywhere or persons who in the opinion of the Committee have special knowledge or experience to offer the Association shall be called Associate Members and shall not have the right to vote at General Meetings of the Association.

3.2 Definition of the area of benefit (the village)

All persons whose main residence is within the area bounded by the attached map (see Appendix 1) shall be considered eligible for full individual membership if they so desire.

4. MANAGEMENT COMMITTEE (The Committee)

- 4.1** The Committee shall consist of a maximum of 10 members, (including the officers of the Association.) who must be full individual members of the Association.
- 4.2** The Committee shall be elected at the Annual General Meeting.
- 4.3** Nominations from full members of the Association for membership of the Committee must be in writing to the Secretary of the Association at least 7 clear days before the Annual General Meeting.
- 4.4** Should the number of nominations exceed the number of vacancies, election shall be by secret ballot of the members of the Association present and voting at the Annual General Meeting.
- 4.5** Should the number of nominations be fewer than the number of vacancies, further oral nominations may be invited from members present at the Annual General Meeting.
- 4.6** The following Officers of the Association shall be elected by and from the newly elected general management committee at the first committee meeting following immediately after the Annual General Meeting:-Chairperson, Vice Chairperson, Secretary and Treasurer.

- 4.7** The Committee elected at an Annual General Meeting shall have the power to co-opt further members, who must be Full Individual Members or representatives of Affiliated Members and who shall serve until the next AGM provided that the number of co-opted members shall not exceed one-third of the total membership of the Committee. Co-opted members shall have the right to vote.
- 4.8** The Chairperson, Vice-Chairperson, Secretary and Treasurer, must be full Individual Members of the Association and shall be elected annually. All committee posts (including sub-committees) shall not be held by the same person for more than three consecutive years, save in exceptional circumstances as prescribed by the Committee. Any person is eligible for re-election to their previous post after having stood down for at least 1 year.
- 4.9** The Officers of the Association may act on behalf of the Association in an emergency and until the next meeting of the Committee.
- 4.10** The Committee shall meet no fewer than 6 times a year and at such times as may be determined, for the conduct of current business and the management of the Association.
- 4.11** Any member of the Committee who fails to attend 4 consecutive Committee meetings without reasonable excuse shall lose their place on the Committee which may be filled by co-option in accordance with the above.

5. FUNCTIONS OF THE COMMITTEE

- 5.1** The Committee may make such regulations as they consider appropriate for the efficient conduct of the business of the Committee and the Association.
- 5.2** The Committee may appoint such sub-committees, advisory groups or working parties of their own members and other persons as they may decide necessary for the carrying out of their work and may determine their terms of reference, duration and composition. All such sub-committees shall make regular reports on their work to the Committee. All sub-committees must present a written report on their work to the Secretary of the Committee at least 14 clear days before each AGM.
- 5.3** The proceedings of the Committee shall not be invalidated by any failure to elect or any defect in the election, appointment, co-options or qualifications of any member.
- 5.4** The Secretary shall keep a record of the proceedings of the Association in General Meetings and also of the decisions of the Committee and shall see that the decisions arrived at are carried out.

6. FINANCE

- 6.1** The Treasurer shall be accountable to the Committee for the receipt and payment of all money due to or owed by the Association. He/she shall keep proper accounts and books showing the receipts, expenditure and financial affairs of the Association.
- 6.2** The Association shall not be conducted for profit – any surplus of income over expenditure in any year shall be applied for the benefit of members as a whole. Any surplus can be carried over to the following financial year in a Groomspout Village Association account for future projects that will advance the aims of the Association.

- 6.3** A bank account(s) shall be opened in the name of the Association with whichever bank, building society or Post Office the Committee decides.
- 6.4** The Committee shall authorise in writing the Treasurer and 2 members of the Committee to sign cheques on behalf of the Association. All cheques must be signed by no fewer than 2 of the 3 authorised signatories.
- 6.5** The Treasurer shall have authority, at the discretion and direction of the Committee, to utilise part or all such funds, where deemed necessary for the carrying out of the business of the Association.
- 6.6** All monies raised by or on behalf of the Association shall be applied to further the objects of the Association and for no other purpose. Payment will be made for legitimate out-of-pocket expenses to members of the Association engaged upon the approved business of the Association.
- 6.7** The financial year of the Association shall run from 1st October to 30th September.
- 6.8** The accounts shall be audited at least once a year by an auditor or auditors who shall be appointed at the Annual General Meeting.
- 6.9** An audited statement of accounts for the last financial year shall be submitted by the Committee to the Annual General Meeting.

7. ANNUAL GENERAL MEETING

- 7.1** An Annual General Meeting of the members shall be held at such time and place (not more than 15 months after the preceding Annual General meeting) as the Committee shall determine. The time and place shall be decided by the Committee. Twelve members present shall form a quorum. Voting rights are restricted to full and affiliated members.
- 7.2** At such Annual General Meeting the business shall include the following:
- a) Election of members to serve on the Committee. An independent person of standing should chair the election.
 - b) The appointment of an auditor(s).
 - c) The consideration of an Annual Report of the work done by or under the auspices of the Committee.
 - d) The consideration of the audited accounts.
 - e) The transaction of any matter lodged in writing with the Secretary at least 14 clear days in advance of the AGM.
 - f) The transaction of such other matters as may be considered necessary at the discretion of the incoming Chairperson.

8. RULES OF PROCEDURE AT MEETINGS

8.1 Chairing Meetings

All meetings of the Association, Committee or of any of its sub-committees shall be presided over by its Chairperson failing whom it's Vice-Chairperson, if one has been appointed. If neither is present, those present may elect one of their number to take the Chair.

8.2 Voting

All questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote. In the case of a tie, the Chairperson of any meeting shall have a casting vote.

8.3 Minutes

Minutes shall be kept by the Committee and all other sub-committees. The appropriate Secretary shall record all the proceedings and resolutions.

8.4 Quorum

The quorum at General Meetings of the Association shall be 12.

The quorum at meetings of the Committee shall be 5.

The quorum at sub-committee meetings shall be at least half of the total membership of the sub-committee.

8.5 Standing Orders

The Committee shall have power to adopt and issue Standing Orders and/or Rules for the Association. Such Standing Orders and/or Rules shall come into operation immediately provided always that they shall be subject to review by the Association in General Meeting and shall not be inconsistent with this constitution.

8.6 Extraordinary General Meeting

An Extraordinary General Meeting may be called by the Committee, or by the Secretary, at the written request of 12 full and affiliate members of the Association. No business may be transacted at an Extraordinary General Meeting other than stated in the notice of the meeting. Twelve members present shall form a quorum. Voting rights are restricted to full and affiliated members.

8.7 Special General Meetings

The Committee may at any time at its discretion upon a requisition signed by not less than 12 members of the Association having the power to vote and giving reasons for the request, call a Special General Meeting for the purpose of altering the constitution or for any other purpose.

8.8 Notice of Meetings

As every resident of the Village is deemed to be a member of the Association, notice of Annual General Meetings, Extraordinary General Meetings or Special General Meetings stating date and venue, shall be posted in such places in the Village where it can be widely observed. At least 7 clear days notice should be given for all General Meetings.

8.9 Suspension or Expulsion of Members

The Committee shall have power to suspend or to expel any member of the Association by ballot, by majority vote of the Committee. Such member shall forfeit all rights to or claims upon the Association or its property or funds.

9. CONSTITUTIONAL MATTERS

9.1 Alterations to the Constitution

- a) Any alterations to this Constitution shall receive the assent of not less than two-thirds of the members of the Association present and voting at the Annual General Meeting or a meeting specially called for the purpose provided that notice of any such alteration shall have been received by the Secretary in writing not less than 21 clear days before the meeting at which the alteration is to be brought forward.
- b) At least 14 clear days notice in writing of the meeting setting forth the terms of the alteration to be proposed shall be sent by the Secretary, to each member of the Committee and displayed in accordance with the Clause on Notice of Meetings above, provided further that no alteration shall be made which would cause the Association to cease to be a charity at law.

9.2 Interpretation of Constitution

The Committee's interpretation of any doubtful part of this Constitution shall be binding on every member until set by a two-thirds majority of the members present at the Annual General Meeting, Extraordinary General Meeting or Special General Meeting.

10. DISSOLUTION

If the Committee by a simple majority decides at any time that on the grounds of expense or otherwise it is necessary or advisable to dissolve the Association they shall call a meeting of all members of the Association who have the power to vote. Not less than 21 clear days notice (stating the terms of the Resolution to be proposed) shall be given.

If such decision shall be confirmed by a simple majority of those present and voting at such meeting the Committee shall have power to dispose of any assets held by or in the name of the Association.

Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to charitable institution(s) having objects similar to the Association as the Committee may decide.

Appendix 1

