

FRIENDS OF LLANSPYDDID CONSTITUTION

Constitution:

Name

The name of the association shall be the **Friends of Llanspyddid** (hereinafter referred to as “the Group”).

Aim

The aim of the Group shall be to **improve the quality of life for the Llanspyddid community.**

Objects

The objects of the Group shall be:-

- **to improve the quality of life in the village.**
- **to develop a sense of community.**
- **to hold social events.**
- **to assist with the upkeep of the village.**
- **to develop a team of community volunteers.**

Area of Benefit

The Group will operate within and around **Llanspyddid, Brecon, Powys.**

Powers

In furtherance of the above objects, the Group shall have power to

- raise funds, by subscription, grant or otherwise
- purchase, lease or borrow property necessary to its objects
- sell, let or otherwise dispose of property
- employ staff and contract services
- invest funds
- arrange meetings, seminars etc
- collect and exchange information
- write, print and publish documents and other materials for public distribution
- affiliate to or work in partnership with other organisations with similar objects
- do all such lawful things as shall further the aims of the Group.

Membership

Membership of the Group shall be open to:

- any person over the age of 18 living, working or having a legitimate interest in the area of benefit
- any person under the age of 18 living or working in the area of benefit (Junior Member) subject to any such conditions as the Committee may decide
- any local Statutory Authority or other organisation (Corporate Group) wishing to support the work of the Group.

Every individual member shall have one vote.

Every Statutory Authority or Corporate Group shall have one vote and shall nominate one person to represent it and to vote on its behalf.

Subscriptions

All individual and corporate members shall pay any annual subscription at rates to be decided by the committee. The current subscription rate is set at **nil**.

Termination of membership

The Committee may for good reason terminate the membership of any individual or corporate member, provided that the member concerned shall have the right to be heard by the Committee before a final decision is made.

Committee

The policy and general management of the Group shall be directed by a Committee which shall meet not less than **twice** per year.

The Committee shall consist of:

- the Honorary Officers elected at inauguration and thereafter at the Annual General Meeting of the Group,
- not less than two nor more than four representatives of the General Membership,
- one representative appointed by each Statutory Authority in membership,
- one representative appointed by each Corporate Group in membership provided that they shall not exceed one third of the total members of the Committee.

In addition to those members elected as specified above, the Committee may co-opt up to four further persons, whether members of the Group or not, who shall serve the General Committee with full voting rights, until the conclusion of the next Annual General Meeting. This provided that the number of co-opted members shall not exceed more than one third of the total number of members elected and appointed as specified above.

Any casual vacancy arising among the elected members of the committee may be filled by co-option from the general membership. Any person so co-opted shall hold office until the next Annual General Meeting of the Group.

The proceedings of the Committee shall not be invalidated by any vacancy or failure to appoint or by any defect in the appointment or qualification of any member.

Members of the Committee shall be entitled to reimbursement of out-of-pocket expenses incurred on behalf of the Group. Any other payment for services rendered by a member of the Committee shall be agreed in advance by a full meeting of the Committee from which the member in question shall withdraw.

The Committee may at any time appoint subcommittees to carry out any function on behalf of the Group, provided that the activity of such subcommittees shall be promptly reported to the Committee. At least one third of the members of such subcommittees must be members of the Committee. No expenditure may be incurred by any subcommittee without the prior agreement of the Committee.

Honorary officers

At the inaugural meeting of the Group and thereafter at the Annual General Meeting the members shall elect from amongst themselves a Chairman, Deputy Chairman, Secretary and Treasurer who shall take office immediately on their election.

Annual General Meeting

Once in each year an Annual General Meeting shall be held on the second Sunday of September at a place to be decided by the Committee. At least 21 days notice shall be given of the meeting to all members.

The business of the AGM shall be:

- to consider the Annual Report of the Committee on the work and activities of the group during the preceding year
- to approve the audited accounts of the Group
- to elect the Officers of the Group (as above)
- to elect members to the Committee (as above)
- to consider and vote on any amendments to this constitution
- to consider any other business of which due notice has been given.

Special General Meetings

A Special General Meeting of the Group may be called by the chairman at any time, or shall be called by the Committee if at least five Group members make a request in writing, stating the reason for their request. At least 21 days notice shall be given of any such meeting.

Rules of procedure at all meetings

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 an equality of votes, the chairman of the meeting shall have a casting vote.

Quorum

Six members shall form a quorum at General Meetings.

One third of the committee, of whom at least one must be an honorary officer, shall form a quorum at Committee meetings.

In the event that no quorum is present at an AGM, the meeting shall be adjourned and be reconvened fourteen days later, when those members present shall be deemed to form a quorum.

Minutes

Minutes shall be kept of all General and Committee meetings of the Group and shall be open for inspection by any member of the Group.

Finances

All money raised for and on behalf of the Group shall be applied to further the objects of the Group and for no other purpose.

The Treasurer shall keep full and proper accounts of the finances of the Group, which shall be audited annually and presented to the Group at its Annual General Meeting.

An account shall be opened in the name of the **Friends of Llanspyddid** at a suitable bank or other financial institution to be determined by the Committee. Four members of the Committee, to include the Treasurer and Chairman, shall be authorised to act as signatories and all cheques or withdrawals shall be signed by not less than two of these signatories, of whom one shall be either Chairman or Treasurer.

Property

The Committee may appoint not less than three individuals, or a corporation entitled to act as custodian trustee, as holding trustees to hold in trust any real or personal property on behalf of the Group. Holding trustees may be removed by the Committee at their pleasure and shall act in accordance with the lawful direction of the Committee. Provided they act only in accordance with the lawful directions of the Committee, the holding trustees shall not be liable for the acts and defaults of its members.

In the event of the resignation, death or disqualification of a holding trustee, the Committee may appoint a replacement.

Dissolution

If the Committee decides that it is necessary or advisable to dissolve the Group it shall call a meeting of all members of the Group, stating the terms of the resolution to be proposed. Not less than 21 days notice shall be given. If the proposal is confirmed by a two thirds majority of those present and voting the Committee shall have power to realise any assets held by or on behalf of the Group. Any assets remaining after the satisfaction of any proper debts and liabilities shall be applied for another purpose similar to the objects of the Group.

Alteration of the Constitution

This Constitution may be altered by a two thirds majority of the members present and voting at a General Meeting of the Group. The notice of the General Meeting must include notice of the resolution, setting out the terms of the alteration proposed.

Adopted as the Constitution of the **Friends of Llanspyddid** :

Date:

Chair: