

# Constitution

This constitution adopted on the 24th day of November 2010

**Name: Go Folkestone Action Group.**

1. The name of the organisation is: Go Folkestone! (Abbreviated to GF)

## Objects

2. The Organisation's objects ("the objects") are

- To actively encourage the people of Folkestone to regain confidence in their town by supporting practical proposals for regeneration that will result in an improved quality of life for all who live here.
- To create an atmosphere and environment in which the younger generation will look forward to living and working in Folkestone.
- To seek the views of all residents of Folkestone interested in the town's future so as to determine a common approach to its role and status in the area, with consideration being given to all practical ideas leading to real achievement of these objectives.
- To work closely with the local authorities and all others involved in development of the town to ensure that there is a common will to achieve the maximum success in a reasonable period of time at a sustainable cost.
- To promote Folkestone more widely in the "outside world" so as to encourage increased inward investment in improvements resulting in a greater influx of both new inhabitants and tourists.

## Alignments and Affiliations

3. The Organisation will be strictly non-political. It may, with members' approval, seek affiliations with selected groups or organisations with similar aims provided that any such group is not a Political party or its subsidiary.

## **Membership.**

4. Membership of the Organisation shall be open to:

- any person interested in furthering its objects and who has paid the annual subscription laid down from time to time by the Executive Committee.
- any body corporate or unincorporated association which is interested in furthering the Organisation's work and has paid any annual subscription (any such body being called in this constitution a "member organisation").

5. Every member shall have one vote.

6. Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of the Organisation

7. Although membership of the organisation will be vested in individual people or member organisations, different levels of annual subscription, as laid down from time to time by the Executive Committee, will be applied to the following categories:

- Standard membership for people over the age of 18
- Joint membership for couples living at the same address
- Junior membership for people under the age of 18
- Discounted membership for those in receipt of Income Support
- Corporate membership for member organisations

## **Termination of membership**

8. The Executive Committee may, by majority vote, terminate the membership of any individual or member organisation if that individual or member organisation has:

- behaved in a manner contrary to the objects of the organisation
- behaved in a manner likely to bring the organisation into disrepute
- failed to pay the appropriate annual subscription fee

## **Honorary Officers**

9. At the annual general meeting of the Organisation the members shall elect from amongst themselves:

- A Chairman
- Two vice-Chairmen
- A treasurer
- A Secretary

10. The Officers will be elected at the Annual General Meeting and shall hold office from the conclusion of that meeting.

11. Nomination for election to any office must be made, in writing, to the Secretary not less than twenty-eight days before the meeting at which elections are to be held.

## **Honorary President**

12. At the annual general meeting of the Organisation, the members may elect from amongst themselves an honorary President.

13. The honorary President shall serve in that capacity until:

- Resignation
- Death
- Disqualification for any reason
- Removal from that position by a majority vote at the Annual General Meeting

## **Executive Committee.**

14. The Executive Committee shall consist of:

- The honorary Officers
- The honorary President
- The chairs of any committees established by the organisation
- Co-opted members

15. The Executive Committee may co-opt such members as it thinks fit in pursuance of the organisation's objects, or to fill a place, which has been vacated, provided that the number of co-opted members on the Executive Committee does not exceed one third of the total numbers on it.

16. All the members of the Executive Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or re-appointed.

17. The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.

### **Determination of Membership of Executive Committee.**

18. A member of the Executive Committee shall cease to hold office if he or she:

- becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- is absent without the permission of the Executive Committee from all their meetings held within a period of six months and the Executive Committee resolve that his or her office be vacated; or
- notifies to the Executive Committee a wish to resign

### **Powers**

19. In furtherance of the objects, but not otherwise, the Executive Committee may exercise the following powers:

- The power to raise or dispose of funds for and on behalf of the organisation
- The power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the similar objects or charitable purposes and to exchange information and advice with them
- The power to appoint and constitute such advisory committees as the Executive Committee may think fit;
- The power to do all such other lawful things as are necessary for the achievement of the objects.

## **Meetings and proceedings of the Executive Committee.**

20. The Executive Committee shall meet at least nine times a year unless fourteen days notice to the contrary is given by the Secretary.

21. The chairman shall act as chairman at meetings of the Executive Committee. If the chairman is absent from any meeting, the members of the Executive Committee present shall choose one of their number to be chairman of the meeting before any other business is transacted.

22. There shall be a quorum when at least one third of the number of members of the Executive Committee for the time being or four members of the Executive Committee, whichever is the greater, are present at a meeting.

23. Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote.

24. The Executive Committee shall keep minutes of the proceedings at meetings of the Executive Committee and any sub-committee.

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

26. The Executive Committee may appoint one or more sub-committees consisting of three or more members of the organisation for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Executive Committee.

## **Receipts and expenditure.**

27. The funds of the Organisation, including all donations contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of the Organisation at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Executive Committee.

28. Financial transactions outside that authority will require a specific authority to be given by the Committee.

29. The funds belonging to the Organisation shall be applied only in furthering the objects.

## **Accounts and Audit**

30. The financial year of GF shall end on 31 August. As soon as practical after that date, statements of income and expenditure and of assets and liabilities for the year will be drawn up and be audited by the Auditor not later than twenty eight days before the Annual General Meeting.

31. The Auditor shall be a suitably qualified person and shall not be a member of GF.

## **Insurance**

32. The Organisation shall put into effect Public Liability Insurance to cover all its meetings and activities and will ensure that similar insurance is in place to cover premises leased or used at any time as offices or meeting places for whatever purpose.

## **Indemnity**

The Members of the Committee and the Trustees shall not be liable otherwise than as Members for any loss suffered by the Organisation as a result of the discharge of their respective duties on its behalf except such loss arising from their individual or collective default and they shall be entitled to an indemnity out of the assets of the Organisation for all expenses and other liabilities incurred by them in discharge of their various duties.

## **Annual General Meeting.**

33. The Annual General Meeting will be held in November.

34. The business will be:

- To receive the Chairman's report on the activities of the organisation in the preceding year.
- To approve the audited accounts for the preceding year.
- To elect or re-elect Officers and Committee members.
- To appoint the auditor.

## **Extraordinary General Meetings**

35. An extraordinary general meeting may be convened at any time upon either a resolution of the Executive Committee or the Membership setting out the resolution or resolutions to be proposed thereat. The requisition must be signed by not less than one tenth of the Members and served on the Secretary by personal delivery or recorded delivery post. If the Secretary does not give notice of the meeting pursuant to the requisition on or before the expiry of fourteen days from its service the requisition or any one or more of them on behalf of the others may give notice of the meeting.

36. Included in the business which may be concluded at an extraordinary general meeting may be one or more of:

- Removal of all or any of the Officers, Committee members or Auditor of the organisation and filling the vacancies thereby caused
- Altering the Constitution or these rules, or
- Dissolving the Organisation

## **Proceedings at General Meetings**

37. Prior notice in writing shall be sent to all Members twenty-one days prior to an annual general meeting or fourteen days prior to an extraordinary general meeting, enclosing audited accounts for the preceding year and setting out the resolutions to be proposed at the meeting.

38. The Chairman, or in his absence, the Vice Chairman shall take the chair. If neither is there, a Chairman for that meeting shall be appointed by those present to preside. Eight Members shall constitute a quorum.

39. Resolutions at an annual general meeting shall be passed by a simple majority of votes cast by Members present at the meeting. Resolutions at an extraordinary general meeting must be approved by a minimum of three quarters of Members at the meeting. In both cases, voting shall be by a show of hands unless a resolution is passed that a secret ballot should be taken. In every case, in the event of equality, the Chairman of the meeting shall have a second or casting vote.

## **Trustees**

40. Trustees will number not fewer than two nor more than four and will be appointed by a resolution of Members in General Meeting. They will hold office until death, resignation or removal from office by resolution of Members.

41. There shall be vested in the two Trustees appointed at the AGM all the property of the organisation other than cash which will be under the control of the Treasurer. They may deal with the property in any way as directed by the organisation by resolution of its Members. A certificate signed by the Secretary shall be conclusive evidence that such a direction or directions was/were duly given to the Trustees.

## **Procedure at General Meetings.**

42. The secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of the Organisation.

43. There shall be a quorum when at least one tenth of the number of members of the Organisation for the time being or ten members of the Organisation, whichever is the greater, are present at any general meeting.

## **Notices.**

44. Any notice required to be served on any member of the Organisation shall be in writing and shall be served by the secretary or the Executive Committee on any member either personally or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 days of posting.

## **Alterations to the Constitution.**

45. Subject to the following provisions of this clause 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.

46. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.

47. No amendment may be made which would have the effect of making the Organisation cease to be an Organisation at law.



## **Dissolution.**

48. If the Executive Committee decides that it is necessary or advisable to dissolve the Organisation it shall call a meeting of the Organisation, of which not less than 21 days' notice (stating that terms of the resolution to be proposed) shall be given.

49. If the proposal is confirmed by a two-third majority of those present and voting the Executive Committee shall have power to realise any assets held by or on behalf of the Organisation.

50. Any assets remaining after the discharge of all debts and liabilities of the organisation shall be distributed to:  
A Charity and or Community group having the same or similar objectives as the organisation at the date of dissolution. Decision to be made at EGM.

( Item 50 amended at the Annual General Meeting 24th November 2010 )