

FRIENDS OF STAG

Sevenoaks Kent

CONSTITUTION

1 - Title:

The organisation shall be called "Friends of Stag", hereinafter referred to as "FoS".

2 - Objects:

The Objects of FoS shall be to support community and arts projects associated with the Stag Community Arts Centre by

- raising funds for distribution to qualifying projects by organising social functions and other activities
- encouraging attendance at relevant events and activities
- stimulating interest in community and arts events at the Stag
- encouraging voluntary support for the Stag
- representing the objectives of FoS
- carrying out such other related activities as the Committee shall from time to time deem appropriate

3 - Membership:

Membership shall be open to all persons at the discretion of the Committee. Categories of membership and subscription rates shall be as set by the Committee from time to time.

Membership of FoS may be withdrawn by the Committee on grounds of misconduct or for other good reason as determined by the Committee.

4 - Management:

The affairs of FoS shall be managed in accordance with this Constitution by a Committee of not less than six nor more than ten elected members. The Committee shall consist of four Primary Offices, namely a Chairman, a Vice-Chairman, an Honorary Secretary and an Honorary Treasurer, plus up to six other elected members.

The Committee may appoint members to fill vacancies in the principal offices or other vacancies in the Committee which occur between General Meetings and may co-opt up to two additional members. Co-opted members shall not have any voting powers on the Committee. Members of the Committee, including office-holders, shall be paid-up members of FoS and shall be appointed each year at the Annual General Meeting of FoS.

Nominations for membership of the Committee must be submitted to the Hon. Secretary not later than ten days before the date of the Annual General Meeting and must each be proposed and seconded by paid-up members of FoS. If a ballot is required, this will be conducted at the meeting and the person or persons who receive the majority of votes will be elected.

The Committee shall meet as often as FoS's business requires and a quorum shall consist of four members, of whom at least two shall be office-holders. No more than two members of the same family shall serve on the Committee concurrently nor shall any member of the Committee hold more than one Primary Office on the Committee.

5 - General Meetings:

(a) An *Annual General Meeting* of FoS shall be held each year as soon after 1st September as is convenient and in any case not more than thirteen months after the previous Annual General Meeting. Notice of such meeting, stating the business to be transacted and details of any postal voting arrangements, shall be dispatched to all members by the Hon. Secretary not less than twenty-one days before the meeting.

Nominations for the Committee shall be invited in accordance with paragraph 4 of this Constitution. Resolutions from members for discussion at the Annual General Meeting shall be sent to the Hon. Secretary so as to be received not less than ten days before the meeting.

(b) The Committee shall have power to call an *Extraordinary General Meeting* of FoS, and shall be bound to do so if so requested by a resolution signed by not less than ten paid-up members and submitted to the Hon. Secretary. The meeting shall be held within twenty-one days of receipt of such Resolution and a Notice of the meeting, stating the business to be transacted, shall be circulated to members not less than fourteen days before the meeting. Any proposed resolutions or amendments, duly proposed and seconded, shall be submitted to the Hon. Secretary not less than ten days in advance of the meeting.

(c) Only paid-up members may vote at General Meetings

A quorum at a General Meeting shall consist of at least twelve paid-up members. In the case of joint, household or similar memberships, each individual within that membership is a member and each has a vote. Postal votes (paper or electronic) may be utilised; details must be advised in accordance with paragraph 5(a). When there is an equality of votes, the Chairman of the Meeting shall have a second and casting vote.

6 - Finance:

The financial year of FoS shall commence on 1st April each year. An independently examined statement of FoS's accounts up to the preceding 31st March shall be presented to members by the Hon. Treasurer at each Annual General Meeting, at which an Independent Examiner shall be appointed to examine the accounts for the current financial year.

7 - Banking:

Bank accounts shall be operated in the name of FoS. There shall be a minimum of three authorised signatories of whom at least two shall be elected officers. Payments shall be authorised and cheques shall be signed by two authorised signatories, one of whom must be an elected officer.

8 - Honorary President and Honorary Members:

The Committee shall have power to appoint an Honorary President, who shall be a person of standing within the field of the arts and who warrants such honour. The Hon. President must be prepared to promote the activities of FoS. The Hon. President shall preside for a term to be agreed at the commencement of the appointment, and the appointment shall be renewable with the mutual consent of the appointee and the Committee.

The Committee shall have power to admit to honorary membership persons who by virtue of their services to FoS or for other good reason, warrant such honour.

The Hon. President and honorary members, who shall not be required to pay annual subscriptions, may not vote at meetings nor nominate members for the Committee. All such admittance to honorary presidency or membership shall be reported to the next following General Meeting of FoS.

9 - Payment:

Members of FoS shall not receive payment from FoS, either directly or indirectly, for their services to FoS other than reimbursement of legitimate expenses incurred on FoS's behalf in accordance with the policy laid down by the Committee.

10 - Dissolution:

In the event of dissolution or winding-up of FoS any funds or property remaining after the discharge of its debts shall not be distributed among members of FoS but shall be applied to further the Objects.

In the event of dissolution or winding up the Stag Community Arts Centre the Committee shall distribute funds amongst amateur clubs and societies based in the Sevenoaks area and who have recently performed at the Stag Community Arts Centre, before formally winding up FoS. The decision of the Committee in distributing funds will be final and binding upon members.

11 - Amendments:

Amendments to this Constitution may be made only at a General Meeting. No amendment shall be considered unless its terms have been circulated with the notice of the General Meeting. Members may vote by post, email or in person. Such amendments shall be carried if, and only if, they are supported by not less than two-thirds of the votes cast by members at the meeting or having registered their vote by post or email at least three working days in advance of the General Meeting. Names of all members voting will be recorded in the minutes of the General Meeting.

12 - Interpretation:

The Committee shall be the sole authority for the interpretation of this Constitution and its decision on any question of interpretation shall be final and binding upon members.

Updated at the AGM July 2014