

# THE WALWORTH SOCIETY

## CONSTITUTION

### 1. NAME

The name of the Society shall be the Walworth Society.

### 2. OBJECTS

The Society is established for the public benefit in the area traditionally known as Walworth in the London Borough of Southwark. This is generally considered as the area within the northern roundabout at the Elephant & Castle, the New Kent Rd, Old Kent Rd, Albany Rd, John Ruskin St, Camberwell New Rd and Kennington Park Rd. This area shall hereinafter be referred to as "the area of benefit". The Society is established for the following purposes:

- i. To stimulate public interest and pride in the area of benefit.
- ii. To celebrate, promote and be representative of the diverse communities of the Walworth area.
- iii. To promote high standards of planning and architecture in the area of benefit.
- iv. To secure the preservation, protection, development and improvement of the area of benefit.
- v. Where it does not conflict with iv. above, the Society will seek to conserve and enhance features of historic or public interest in the area of benefit.
- vi. To identify and protect open spaces within the area and to facilitate links between them.
- vii. To protect and improve the environment and ecology of the local area.
- viii. To ensure that the policies of administrations at all levels take into account the interests and needs of the area of benefit.

In addition to this core area, the society will also have an interest in a wider area where developments have an impact on our community. This area will include the wider area around the Elephant and Castle, parts of Lambeth such as Kennington and Camberwell.

In furtherance of the said purposes but not otherwise the Society through its Executive Committee shall have the following powers:

- i. To promote research into subjects directly connected with the objects of the Society and to publish the results of that research.
- ii. To act as a co-ordinating body and to co-operate with the local authority, planning committees, sanitary, drainage and all other local and statutory authorities, voluntary organisations, community leaders, charities and persons having aims similar to those of the Society.
- iii. To promote or assist in promoting activities of a charitable nature throughout the area of benefit.
- iv. To publish papers, reports, and other literature.
- v. To make surveys and prepare maps and plans and collect information relating to any place, erection or building of beauty or historic interest within the area of benefit.
- vi. To hold meetings, lectures and exhibitions.
- vii. To educate public opinion and to give advice and information.
- viii. To raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscription, donation and otherwise: provided that the Society shall not undertake any permanent trading activities in raising funds for its primary purpose.
- ix. To take and accept any gifts of property, whether subject to any special trusts or not.
- x. To sell, let, mortgage, dispose of or turn to account all or any of the property or funds of the Society as shall be necessary.
- xi. To borrow or raise money for the purposes of the Society on such terms and on such security as the Executive Committee shall think fit, but so that the liability of individual members of the Society shall in no case extend beyond the amount of their respective annual subscriptions.
- xii. To do all such other things that are necessary for the attainment of the said purposes.

- xiii. To work with local businesses and traders (retail or otherwise) for the benefit of their businesses and the economy of the area.
- xiv. To work with the schools and other educational institutions of the area

### **3. MEMBERSHIP**

Membership shall be open to all who are interested in actively furthering the purposes of the Society. No member shall have power to vote at any meeting of the Society if his subscription (if and when a subscription is levied) is in arrears at the time. Junior members shall be those aged less than 18 years at the time their subscription is due: they shall be entitled to vote at any meeting of the Society.

### **4. SUBSCRIPTIONS**

The annual subscription shall be: such reasonable sum as the Executive Committee shall determine from time to time. Until such a time as an annual subscription is agreed and an amount fixed for the first time, the payment of a subscription shall not be a requirement of membership.

### **5. MEETINGS**

An Annual General Meeting shall be held in the fourth quarter of each calendar year to receive the Executive Committee's report and audited accounts and to elect Officers and Members of the Committee. The Committee shall decide when ordinary meetings of the Society shall be held and give at least 7 days notice of such meetings to all members. A quorum at an Annual General Meeting shall be 10 members or 10% of the total membership (in either case excluding corporate members for the purpose of the calculation) whichever be the lower.

Special General Meetings of the Society shall be held at the written request of members representing no less than 10 per cent of the existing membership of the Society and whose subscriptions are fully paid up (if subscriptions are levied at that time). 10 members personally present shall constitute a quorum for a Meeting of the Society.

### **6. OFFICERS**

The election of officers shall be undertaken at the Annual General Meeting. Nominations shall be supported by a seconder and the consent of the proposed nominee must first have been obtained. The elections of Officers shall be completed prior to the election of further Committee members. Nominees for election as Officers or Committee members shall declare at the Annual General Meeting at which their election is to be considered any financial or professional interest known or likely to be of concern to the Society.

The officers of the Society shall consist of:

- Chairman
- Vice Chairman
- Honorary Secretary
- Honorary Treasurer

all of whom shall relinquish their office every year and shall be eligible for re-election at the Annual General Meeting. A President and Vice-Presidents may also be elected at a General Meeting of the Society for periods to be decided at such a meeting. The Committee shall have the power to fill casual vacancies occurring among the Officers of the Society.

### **7. THE EXECUTIVE**

The Executive Committee shall be responsible for the management and administration of the Society. The Executive Committee shall consist of the Officers and not less than 4 and not more than 12 other members. The Committee shall have power to co-opt further members (who shall attend in an advisory and non-voting capacity). The Officers and members of the Committee shall have power to co-opt additional members from outside the area of benefit. The President and Vice-presidents may attend any meeting of the Executive Committee but shall not vote at any such meeting. In the event of an equality of

votes cast the Chairman shall have a second or casting vote. Nominations for the Executive Committee shall be made at the Annual General Meeting. They must be supported by a seconder and the consent of the proposed nominee must first have been obtained.

If the nominations exceed the number of vacancies a ballot shall take place in such a manner as shall be determined. Members of the Executive Committee shall be elected at the Annual General Meeting of the Society and outgoing members may be re-elected. The executive Committee shall meet not less than four times a year at intervals of not more than four months. The Honorary Secretary shall give all members of the Committee not less than seven days' notice of each meeting. The quorum shall, as near as may be, comprise one third of the members of the Executive Committee.

Members of the Executive Committee shall be drawn from residents of the Walworth area. The Society shall endeavour to ensure that the members of the Committee are reflective of Walworth in terms its geography, ethnicity and the mix of home owners and council tenants.

#### **8. SUB-COMMITTEES**

The Executive Committee may constitute such sub-committees from time to time as shall be considered necessary for such purposes as shall be thought fit. The Chairman and Secretary of each sub-committee shall be reported to and confirmed by the Executive Committee. Sub-committees shall be subordinate to and may be regulated or dissolved by the Executive Committee.

#### **9. DECLARATION OF INTEREST**

It shall be the duty of every Officer or member of the Executive Committee or Sub-committee who is in any way directly or indirectly interested financially or professionally in any item discussed at any Committee meeting at which he or she is present to declare such interest and he or she shall not discuss such item or vote thereon.

#### **10. EXPENSES OF ADMINISTRATION AND APPLICATION OF FUNDS**

The Executive Committee shall, out of the funds of the Society, pay all proper expenses of administration and management of the Society. After the payment of the management and administration expenses and the setting aside to reserve of such sums as may be deemed expedient, the remaining funds of the Society shall be applied by the Executive Committee in furtherance of the purposes of the Society.

#### **11. INVESTMENT**

All monies at any time belonging to the Society and not required for immediate application for its purposes shall be invested by the Executive Committee in or upon such investments, securities or property as it may think fit, subject nevertheless to such authority, approval or consent whether by the Charity Commissioners or the Secretary of State for Education and Science as may for the time being be required by law or by the special trusts affecting any property in the hands of the Executive Committee.

#### **12. TRUSTEES**

Any freehold and leasehold property acquired by the Society shall and if the Executive Committee directs any other property belonging to the Society may be vested in trustees who shall deal with such property as the Executive Committee may from time to time direct. Any trustees shall be at least three in number or a trust corporation. The power of appointment of new trustees shall be vested in the Executive Committee. A trustee need not be a member of the Society but no person whose membership lapses by virtue of paragraph three hereof shall thereafter be qualified to act as a trustee unless and until reappointed as such by the Executive Committee. The Honorary Secretary shall from time to time notify the trustees in writing of any amendment hereto and the trustees shall not be bound by any amendments in their duties (including the proper charge of a trustee being a trust corporation) and liability under such indemnity shall be a proper administrative expense.

**13. AMENDMENTS**

This constitution may be amended by a two-thirds majority of members present at an Annual General Meeting or Special General Meeting of the Society, provided that 28 days' notice of the proposed amendment has been given to all members and provided that nothing herein contained shall authorize any amendment the effect of which would be to cause the Society at any time cease to be a charity in law.

**14. NOTICES**

Any notice required to be given by these Rules shall be deemed to be duly given if left at or sent by prepaid post or by an email addressed to either the postal or the email address of that member last notified to the Secretary.

**15. WINDING UP**

The Society may be dissolved by a two-thirds majority of members voting at an Annual General Meeting of the Society confirmed by a simple majority of members voting at a further Special General Meeting held not less than fourteen days after the previous meeting. If a motion for the dissolution of the Society is to be proposed at an Annual General Meeting of the Society or a Special General Meeting this motion shall be referred to specifically when notice of the meeting is given. In the event of the dissolution of the Society the available funds of the Society shall be transferred to such one or more charitable institutions having objects similar or reasonably similar to those hereinbefore declared as shall be chosen by the Meeting of the Society at which the decision to dissolve the Society is confirmed. On dissolution the minute books and other records of the Society shall be deposited with the Civic Trust.

This Constitution was adopted as the Constitution of the

at a Meeting held at \_\_\_\_\_ on \_\_\_\_\_

\_\_\_\_\_ CHAIRPERSON

\_\_\_\_\_ VICE-CHAIRPERSON

\_\_\_\_\_ TREASURER

\_\_\_\_\_ SECRETARY