

CONSTITUTION OF THE FRIENDS OF HORNSEY CHURCH TOWER

Revised to supersede the Constitution adopted at the foundation of
The Friends of Hornsey Church Tower

Adopted 28th September 2010

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1 Association Name

- 1.1 The name of the Association founded on April 20th 1989 shall be The Friends of Hornsey Church Tower.

2 Association Objects

- 2.1 The objects of the Association are to assist with the preservation, conservation and enhancement of the Tower of Saint Mary Hornsey, London N8, together with its Churchyard and incorporated War Memorial Garden for the benefit of the legal owner of the above, being the incumbent Rector of Hornsey, and for public and educational benefit, and also to maintain the charitable status of the Association.
- 2.2 In furtherance of the forgoing objects, but not further or otherwise, the Association shall have the following powers:
- a. to raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscriptions, donations or otherwise, provided that the Association shall not undertake any permanent trading activities in raising funds.
 - b. to do all such other things as are necessary to the attainment of the above objects.

3 Association Membership

- 3.1 Any person may join the Association as a member, to be known as a Friend, on an annual basis, subject to acceptance of this person by the membership secretary of the Association, on payment of an annual subscription of £5 or such other sum as the delegated committee of the Association may decide from time to time, and shall be entitled to be notified of all annual and special general meetings of the Association so long as his/her current subscription has been paid.
- 3.2 A person whose subscription is more than two years in arrears shall cease to be a member and shall cease to have the rights to make nominations and/or to vote at any meeting.

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- 3.3 The delegated committee of the Association shall have the right for good and sufficient reason to terminate the membership of any person at any time provided that the person shall have the right to attend and be heard by this committee before a decision is made.

4 Association Management

- 4.1 The management of the Association shall be delegated to a committee of not less than six or more than twelve members.
- 4.2 A quorum of four members of the delegated committee must be present at any formal meeting to make proceedings of the Association valid with the chairman having a casting vote if necessary.

5 Committee Meetings

- 5.1 Committee Meetings shall be held on a regular basis at times and places to be decided by the delegated committee of the Association.
- 5.2 The delegated committee of the Association shall have the power to co-opt for specific purposes or occasions persons who by virtue of their knowledge or expertise may be able to be of assistance.
- 5.3 At the discretion of the delegated committee of the Association other persons may be allowed to attend Committee Meetings.

6 Annual General Meetings

- 6.1 An Annual General Meeting shall be held each year at a time and place to be decided by the delegated committee of the Association to receive the annual report of the activities of the Association and the accounts of the Association.
- 6.2 The accounts are to be prepared by the treasurer of the Association and shall be inspected or audited as required under the terms of the Association's charitable status.
- 6.3 At least four weeks before the proposed date of the Annual General Meetings the secretary of the Association will notify all members of the Association of the proposed date by means of the Associations newsletter, which is to be circulated to all members, and to make the proposed date known generally by means of publically displayed notices and other means as may be decided by the delegated committee. Notification of method of obtaining agendas and preceding Annual General Meeting minutes is to be given in this newsletter.

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- 6.4 At the Annual General Meeting all members of the delegated committee shall retire but shall be eligible for re-election by proposal and voting by members at the meeting. Any person who has had membership terminated for any reason shall have no rights to nominate or vote.
- 6.5 The delegated committee shall include chairman, secretary, treasurer and membership secretary and other officers with designated roles as may be required by the committee.

7 Special General Meetings

- 7.1 The delegated committee may at any time call a Special General Meeting and shall do so forthwith upon the requisition of not less than twenty members or 75% of the membership, whichever is the less, stating the purpose for which such a meeting is required.
- 7.2 Not less than four calendar weeks written notice of the proposed date of a Special General Meeting is to be sent to each member except as noted in clause 8.3 below.

8 Dissolution of Association

- 8.1 The Association may be dissolved by a resolution passed by not less than a two-third majority of those present and eligible to vote at a Special General Meeting convened for the purpose.
- 8.2 The delegated committee of the Association shall remain in operation following dissolution for a period no longer than is reasonably necessary to take all actions in connection with the dissolution.
- 8.3 Not less than twenty one days written notice of the proposed date of this Special General Meeting is to be sent to each member.
- 8.4 A resolution to dissolve the Association may give instructions for the disposal of any assets held by or in the name of the Association provided that if any property remains after the satisfaction of all debts and liabilities all such properties shall only be given or transferred to other such charitable institution or institutions having objects similar to the objects of the Association and if effect cannot be given in full or part then to other charitable purpose. No remaining property is to be given to any member or other person, but equipment and materials only may, at the discretion of the delegated committee, be purchased by a member or other person at appropriate and reasonable sums to be agreed by the committee. Any assets so gained from any such purchases shall be disposed of as set out above.