

THE RADYR AND MORGANSTOWN ASSOCIATION
CONSTITUTION

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| 1 | NAME | The name of the society shall be 'The Radyr and Morganstown Association', hereinafter called 'The Association'. |
| 2 | OBJECTS | <p>The Association is established for the following purposes in the area comprising of Radyr and Morganstown (Cardiff) within the electoral boundary of the Radyr and Morganstown Community Council and the neighbourhood (the area of benefit):</p> <p>(i) to promote the benefit of the inhabitants in the area of benefit without distinction of sex or of political or religious or other opinions by associating the local authorities, voluntary organisations and inhabitants in a common effort to advance education and to provide facilities in the interests of social welfare for recreation and leisure time occupation, with the object of improving the conditions of life for the said inhabitants</p> <p>(ii) to maintain and manage, or to co-operate with any statutory authority in the maintenance and management of, Community Centres for activities promoted by The Association and its constituent bodies in furtherance of the above objects.</p> |
| 3 | POWERS | <p>To further the purposes set out above as objects of The Association the Executive Committee is empowered</p> <p>(i) to affiliate to such organisations that will assist or support the association in the fulfilment of its objects</p> <p>(ii) to undertake, promote and publish research, and to publish relevant literature</p> <p>(iii) to operate as a co-ordinating body and to co-operate with other voluntary and public and private sector organisations or individuals</p> <p>(iv) to promote or assist in promoting activities of a charitable nature throughout the area of benefit</p> <p>(v) to hold meetings, lectures, exhibitions and other events</p> <p>(vi) to educate public opinion and give advice and information</p> <p>(vii) 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 Association shall not undertake any permanent trading activities in raising funds for its primary purpose</p> <p>(viii) to acquire, by purchase, gift or otherwise, property whether subject to any special trust or not</p> <p>(ix) subject to any such consents as may be required by law to sell, let, mortgage, dispose of or turn to account all or any of the property or funds of The Association as shall be necessary</p> <p>(x) subject to such consents as may be required by law, to borrow or raise money for the purposes of The Association on such terms and on such security as the Executive Committee shall think fit, but so that the liability of individual members of The Association shall in no case extend beyond the amount of their respective annual subscriptions</p> <p>(xi) to do all such lawful things as are necessary for the attainment of the said purposes.</p> |
| 4 | MEMBERSHIP | <p>(a) Membership shall be open to all residents of Radyr and Morganstown and all affiliated groups which operate within the area of benefit. No member shall have power to vote in any meeting if her or his subscription is at that time in arrears. The</p> |

subscription of any member joining The Association in the three months preceding December in any year shall be regarded as covering membership for The Association's year commencing on January following the date of joining the society.

(b) There shall be the following categories of membership and subscription:

- Ordinary
- Junior (under 18 years)
- Corporate
- Affiliated group

Junior members will not have voting rights at general meetings of The Association

(c) All individual members and affiliated groups shall pay such subscriptions as shall be determined from time to time at an Annual General Meeting (AGM) or Special General Meeting.

(d) Membership shall lapse if the subscription is unpaid three months after it is due.

5 MEETINGS

(a) There will at least three General Meetings held each year.

(b) Members shall be given at least seven days' notice of a General Meeting of The Association.

(c) An AGM shall be held about mid-April of each year to receive the Executive Committee's report and audited accounts, to elect officers of The Association and members of the committee, and to appoint an auditor for the coming year. Special General Meetings of The Association shall be held at the written request of 12 members whose subscriptions are deemed fully paid up.

(d) Members shall be given at least 21 days' notice of an AGM or a Special General Meeting of the Association.

(e) 12 members personally present, of whom at least four are ordinary members, shall constitute a quorum for meetings of The Association.

6 OFFICERS

(a) The officers of The Association shall be:

- 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 AGM. The Executive Committee shall have power to co-opt to fill casual vacancies arising during the year. At the AGM the election of officers shall precede the election of committee members.

(b) Nominations for the election of officers shall be made in writing to the Honorary Secretary in advance of the AGM, supported by a seconder and with the knowledge and consent of the nominee. In the absence of such nominations in writing, the Chairman of the AGM may seek nominations from the floor of the meeting, provided that these are seconded and have the consent of the nominee.

Nominees for election as officers or committee members shall declare at the AGM at which their election is to be considered any financial or professional interest known or likely to be of concern to The Association.

- 7 EXECUTIVE COMMITTEE
- (a) The Executive Committee shall be responsible for the management and administration of The Association. It will comprise the officers and not more than eight other members and no fewer than four other members. The Executive Committee shall have power to co-opt additional members whose capacity will be advisory and non-voting.
- (b) In the event of an equality of votes cast the Chairman of the meeting shall have a second casting vote.
- (c) Nominations for committee members may be made in writing, duly seconded and with the consent of the nominee in advance of the AGM or taken in the meeting, provided that such nominations are also seconded and have the consent of the nominee. Should the number of nominations exceed the number of vacancies a secret ballot shall take place in such manner as may be determined.
- (d) Members of the Executive Committee shall be elected annually at the AGM and shall serve for one year. They shall be eligible for re-election.
- (e) The quorum for a meeting of the Executive Committee shall be six.
- (f) The Executive Committee shall meet at least three times during the year and the Honorary Secretary shall give members at least seven days' notice of all meetings.
- (g) The Executive Committee shall have power to fill casual vacancies occurring between general meetings.
- (h) 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 appointed by the Executive Committee and the proceedings of each sub-committee shall be reported to and confirmed by the Executive Committee as soon as possible. Sub-committees shall in all other ways be regulated and dissolved by the Executive Committee. Any member of The Association may be a member or officer of any sub-committee.
- 8 EXPENSES OF ADMINISTRATION AND APPLICATION OF FUNDS
- The Executive Committee may, out of the funds of The Association, reimburse proper expenses of administration and management of The Association. After the payment of such expenses, the remaining funds of The Association shall be applied by the Executive Committee in furtherance of the purposes of The Association.
- 9 INVESTMENT
- All moneys at any time belonging to The Association and not required for immediate application for The Association's purposes shall be invested by the Executive Committee in or upon any investment, securities or property as it may think fit, subject nevertheless to such authority, approval or consent by the Charity Commissioners 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.
- 10 HOLDING TRUSTEES
- Any freehold or leasehold property acquired by The Association, and if the Executive Committee so directs any other property belonging to The Association, may be vested in Holding Trustees who shall deal with such property as the Executive Committee may from time to time direct. Any Holding Trustees shall be at

least three in number or a trust corporation. The power of appointment of any Holding Trustees shall be vested in the Executive Committee. A Holding Trustee need not be a member of The Association but no person whose membership lapses by virtue of clause 4 hereof shall be thereafter qualified to act as a Holding Trustee unless and until re-appointed as such by the Executive Committee. The Honorary Secretary shall from time to time notify the Holding Trustees in writing of any amendment hereto and the Holding Trustees shall not be bound by any such amendments in their duties as Holding Trustees unless such notice has been given. The Association shall be bound to indemnify the Holding Trustees in their duties (including the proper charge of a Holding Trustee being a trust corporation) and liability under such indemnity shall be a proper administrative expense.

11 AMENDMENTS

This constitution may be amended by a two-thirds majority of members present at an AGM or special general meeting provided that 28 days' notice of the proposed amendment has been given to all members, and provided that nothing herein contained shall authorise any amendment the effect of which would be to cause The Association at any time to cease to be a charity in law, and provided that no further amendment shall be made to clause 2, clause 13, or this clause until the approval of the Charity Commissioners or other authority having charitable jurisdiction shall have been obtained.

12 NOTICES

Any notice required to be given by this constitution shall be deemed to be duly given if distributed to the address of that member last notified to the Honorary Secretary.

13 WINDING UP

The Association may be dissolved by a two-thirds majority of members voting at an AGM or special general meeting of The Association, confirmed by a simple majority of members voting at a further special general meeting held not less than 21 days after the previous meeting. If a motion for the dissolution of The Association is to be proposed at a general meeting this motion shall be referred to specifically when notice of the meeting is given. In the event of a dissolution the available funds of The Association shall be transferred to one or more charitable institutions having objects which are the same or similar to those in clause 2 above as shall be chosen by the Executive Committee and approved by the meeting of The Association at which the decision to dissolve The Association is confirmed.

This constitution was adopted as the Constitution of The Radyr and Morganstown Association at a Special General Meeting duly convened at the Old Church Rooms, Park Road, Radyr on 19th April 2004.

Signed:

(N C HAWKINS) Chairman