

FRIENDS OF ST KATHARINE DOCKS

CONSTITUTION

[Amended by resolutions passed at an AGM on 12 September 2011]

(1) Name

The Association shall be called “Friends of St Katharine Docks”

(2) Objects

The objects of the Association shall be

- (a) to enhance the quality of life in St Katharine Docks, London E1W and its surrounding areas (“**the Dock**”);
- (b) to promote the conservation, protection and improvement of the physical and natural environment in the Dock;
- (c) to promote high standards of development, planning and architecture in the Dock;
- (d) to promote and develop interest in features of historic or community interest in the Dock;
- (e) to preserve and improve the amenities of the Dock;
- (f) to foster and encourage the growth of the community spirit among the residents of the Dock; and
- (g) to provide a forum for the residents of the Dock to express their views on matters relevant to the objects of the Association.

(3) Membership

- (a) Membership of the Association shall be open to
 - i. All persons who live in or around the Dock;

- ii. Boat owners, individual retailers and office workers within the Dock; and
- iii. Such other persons as shall be interested in furthering the objects of the Association and the Executive Committee may approve,

being in every case not less than eighteen years of age.

- (b) Any person who wishes to become a member of the Association must submit an application in writing signed by himself or herself to the Secretary. Election to membership shall be at the discretion of the Executive Committee.

(4) Subscription

The annual subscription shall be £15 or such other amount as may be determined from time to time by the Executive Committee and shall be due on joining the Association and thereafter on the 1st day of April each year.

(5) Resignation

- (a) A member shall cease to be a member if he or she gives written notice to the Secretary of their resignation.
- (b) A member whose subscription is more than three months in arrears shall be deemed to have resigned.

(6) Expulsion

The Executive Committee shall have the power to expel a member when, in their opinion, it would not be in the interests of the Association for them to remain a member. A member shall not be expelled unless he or she is given 14 days written notice to attend a meeting of the Executive Committee and written details of the complaint made against them. The member shall be given an opportunity to appear before the Executive Committee to answer complaints made against them and shall not be expelled unless at least a majority of the Executive Committee then present vote in favour of their expulsion.

(7) Executive Committee

- (a) The Executive Committee shall consist of the Chairman, Secretary and up to six other elected members, all of whom

must be members of the Association. The first members of the Executive Committee shall be those persons who are members of and occupy corresponding offices on the Steering Group of the informal predecessor association to the Association also called 'Friends of St Katharine Docks' which shall be deemed to have been disbanded on the formation of the Association. They shall remain in office until they or their successors are elected at the first Annual General Meeting of the Association.

- (b) The Executive Committee members shall be proposed, seconded and elected at the Annual General Meeting each year and shall remain in office until the next Annual General Meeting when they shall retire or until their earlier resignation or cessation of membership of the Association. Any vacancy occurring by resignation or otherwise may be filled by the Executive Committee. Retiring members of the Executive Committee shall be eligible for re-election.

- (c) Executive Committee meetings shall be held not less than once a quarter and the quorum at each such meeting shall be three. The Chairman and the Secretary shall each have discretion to call further meetings of the Executive Committee if they consider it to be in the interests of the Association. The Secretary shall give all the members of the Executive Committee not less than seven days oral or written notice of an Executive Committee meeting. The Chairman shall chair all meetings of the Executive Committee, except that if he or she is not present within 10 minutes after the time appointed for holding a meeting the members of the Executive Committee present may choose one of their number to be chairman of that meeting. Decisions of the Executive Committee shall be made by a simple majority and in the event of an equality of votes the Chairman (or the acting Chairman of that meeting) shall have a casting or additional vote. The Secretary, or in his or her absence a member of the Executive Committee, shall take minutes.

- (d) The Executive Committee shall be responsible for the management of the affairs of the Association and shall have power to enter into contracts for the purposes of the Association on behalf of all the members of the Association.

- (e) The members of the Executive Committee shall be entitled to be indemnified out of the assets of the Association against all expenses and other liabilities properly incurred by them in the management of the affairs of the Association.

(8) Officers

- (a) The Officers of the Association shall be a Chairman and a Secretary, both of whom must be members of the Association.

- (b) The Officers shall be proposed, seconded and elected at the Annual General Meeting each year and shall remain in office until the next Annual General Meeting when they shall retire or until their earlier resignation or cessation of membership of the Association. Any vacancy occurring by resignation or otherwise may be filled by the Executive Committee. Retiring Officers shall be eligible for re-election.

(9) Annual General Meeting

- (a) An Annual General Meeting of the Association shall be held not later than 30 September 2011 and subsequently once in every year at such time (within a period of not more than 15 months after the holding of the last preceding Annual General Meeting) and place as may be determined by the Executive Committee, to transact the following business:
 - i. to receive the Chairman's report of the activities of the Association during the previous year;

 - ii. to receive and consider the accounts of the Association for the previous year and the Secretary's report as to the financial position of the Association;

 - iii. to elect the Officers and other members of the Executive Committee; and

 - iv. to decide on any resolution which may be duly submitted in accordance with Rule 9 (c).

- (b) The Secretary shall send to each member of the Association at his or her last known email address written notice of the date of

the Annual General Meeting together with the resolutions to be proposed thereat at least 21 days before the meeting.

- (c) Nominations for election of members to any office or for membership of the Executive Committee shall be made in writing by the proposer and seconder to the Secretary not less than 28 days before the Annual General Meeting. Notice of any resolution proposed to be moved at the Annual General Meeting shall be given in writing to the Secretary not less than 28 days before the meeting.

(10) Special General Meeting

A Special General Meeting may be convened at any time by the Executive Committee and shall be convened within 28 days of receipt by the Secretary of a requisition in writing signed by not less than two-thirds of the members stating the purposes for which the meeting is required and the resolutions proposed. The Secretary shall send to each member of the Association at his or her last known email address written notice of the date of any Special General Meeting together with the resolutions to be proposed thereat at least 21 days before the meeting.

(11) Procedure at the Annual and Special General Meetings

- (a) The quorum for the Annual and Special General Meetings shall be five members present in person.
- (b) The Chairman, or in his or her absence a member selected by the Executive Committee, shall take the chair at all General Meetings.
- (c) Each member present shall have one vote and resolutions shall be passed by a simple majority except as might be otherwise specified in these Rules. In the event of an equality of votes the Chairman shall have a casting or additional vote.
- (d) Votes may be given either personally or by proxy. A proxy must be a member of the Association. The instrument appointing a proxy must be in a form prescribed by the Committee, must be signed by the appointor and must be produced at the meeting at which it is to be used.

- (e) The Secretary, or in his or her absence a member of the Executive Committee, shall take minutes at Annual and Special General Meetings.

(12) Alteration of the Rules

The Rules may be altered by resolution at an Annual or Special General Meeting provided that the resolution is carried by a majority of at least two-thirds of members present at the meeting.

(13) Finance

- (a) All moneys payable to the Association shall be received by the Secretary and deposited in a bank account in the name of the Association. No sum shall be drawn from that account except by cheque signed by two of the four signatories who shall be the Chairman, Secretary and two other Executive Committee members. Any moneys not required for immediate use may be invested as the Executive Committee in their discretion think fit.
- (b) The income and property of the Association shall be applied only in furtherance of the objects of the Association and no part thereof shall be paid by way of bonus, dividend or profit to any members of the Association, save as set out in Rule 14 (c).
- (c) The financial transactions of the Association shall be recorded in such manner as the Executive Committee think fit by the Secretary.

(14) Dissolution

- (a) A resolution to dissolve the Association shall only be proposed at a Special General Meeting and shall be carried by a majority of at least three-quarters of the members present.
- (b) The dissolution shall take effect from the date of the resolution and the members of the Executive Committee shall be responsible for the winding-up of the assets and liabilities of the Association.
- (c) Any property remaining after the discharge of the debts and liabilities of the Association shall be given to a charity or charities nominated by the last Executive Committee.