



CONSTITUTION OF THE

LYTHAM HERITAGE GROUP

CHARITY REGISTRATION NO: 701152

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CONSTITUTION OF THE LYTHAM HERITAGE GROUP

1. NAME

The name of the Group shall be The Lytham Heritage Group (hereinafter called 'the Group').

2. OBJECTS

- a) The Group is established for the public benefit for the following purposes relating to the area comprising the Ancient Parish of Lytham that shall hereinafter be referred to as 'the Area of Benefit':
 - i) to educate the public about the geography, history and natural history, archaeology and architecture
 - ii) to preserve, protect, develop and improve buildings of historic or architectural interest for the public benefit
 - iii) to foster and stimulate public interest in its history and heritage.
 - iv) to form and to encourage other institutions to form a collection of photographs, documents, films and other artefacts of an educational and historical nature and to make these available for public exhibition from time to time.
- b) In furtherance of the said purposes, the Group shall have the following powers:
 - i) to acquire and store relevant information and material, through acquisition or donation or otherwise.
 - ii) to promote research into subjects directly connected with the objects of the Group and to publish the results of any such research.
 - iii) to record contemporary life with a view to making a permanent record of contemporary history.
 - iv) to achieve these objects by means of meetings, exhibitions, formation and support of museums, lectures, fund raising or specific acquisitions and other work for furtherance of these aims.
 - v) to affiliate with such other societies and associations as the Group may determine.
 - vi) to promote or assist in promoting relevant activities of a charitable nature throughout the Area of Benefit.
 - vii) to raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscription, donation and otherwise.
 - viii) to acquire by purchase, gift or otherwise, property, whether subject to any special trust or not.
 - ix) subject to 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 Group as shall be necessary.

- x) to borrow or raise money for the purposes of the Group on such terms and on such security so that the liability of the individual members of the Group shall in no case extend beyond the amount of their annual respective subscription.
- xi) to do all such other lawful things as are necessary for the attainment of the said purposes.

3. MEMBERSHIP

Membership is open to all who are interested in actively furthering the purposes of the Group. The categories of membership are:

- a) Patron – an individual designated as such by the Executive Committee, who, in its opinion, has either
 - i) contributed in an exceptional way to the furtherance of the aims and objects of the Group or
 - ii) has knowledge, expertise and skill in a relevant field, has made a significant contribution to local heritage and whose patronage will add strength to the Group's standing.
- b) Individual
- c) Family – a group of individuals in a family who all live at the same address.
- d) Junior – a person who is less than eighteen years of age at the time their subscription is due – whether an Individual member or part of a Family or Corporate membership.
- e) Corporate – societies, associations, educational institutions or businesses.

4. MEMBERS VOTING RIGHTS

- a) No member shall have the power to vote at any meeting of the Group if his or her subscription is in arrears at the time of the meeting.
- b) Junior members are not entitled to vote at any meeting.
- c) Family members other than Junior members are entitled to vote at meetings.
- d) A Corporate member shall appoint a representative to vote on its behalf at meetings. Such a representative may only exercise the right to vote if a written nomination is given to the Secretary or other Officer of the Group in advance of the voting process.

5. SUBSCRIPTIONS

The Executive Committee shall determine the annual subscription that is due on or before 1st April each year, payable in advance.

If a new member joins the Group after 1st January in any year, the subscription will be regarded as covering membership for the year commencing on 1st April following the date of joining the Group.

Membership shall lapse if the subscription remains unpaid for three months after it is due.

6. MEETINGS

Annual General Meetings shall be held in or about June of each year to receive the Executive Committee's report, to receive the annual accounts and to elect Officers and Members of the Executive Committee.

The Executive Committee shall decide when ordinary meetings shall be held.

Special General Meetings shall be held either a) by request of a majority vote of the Executive Committee or b) at the written request of twenty or more members whose subscriptions are fully paid up. In the latter case b) thirty personally present members shall constitute a quorum.

The Executive Committee shall give at least seven days' notice of all meetings of the Group.

7. THE EXECUTIVE COMMITTEE

An Executive Committee, which shall be responsible for the management and administration, shall govern the Group.

The Executive Committee shall consist of the Officers other than any Honorary Officers and not less than four and not more than eight other Members.

The Officers of the Group shall comprise the Chairman, Deputy Chairman, Secretaries, Treasurer and Honorary Solicitor, all of whom shall relinquish their office every year and shall be eligible for re-election.

The members of the Executive Committee shall be elected annually at the Annual General Meeting and outgoing members may be re-elected. The election of Officers shall be completed prior to the election of further Committee Members.

Nominees for election as Officers whether Honorary or otherwise or Committee Members shall declare any financial or professional interest known or likely to be of concern to the Group, at the Annual General Meeting at which their election is to be considered.

A President and Vice President(s) may also be elected at a General Meeting of the Group for periods to be decided at such a meeting. The President and Vice President(s) may attend any meeting of the Executive Committee but shall not be entitled to vote at any such meeting.

Nominations for election to the Executive Committee of Officers and Members shall be made in writing to the Secretary at least fourteen days before the Annual General Meeting. A seconder shall support such nominations and the consent of the nominee must first have been obtained. If the nominations exceed the number of vacancies a ballot shall take place in such manner as shall be determined.

The Committee shall have the power

- to fill casual vacancies occurring among Officers of the Group
- to fill up to three casual vacancies occurring amongst Members of the Executive Committee between General Meetings and
- to co-opt further members (who shall attend in an advisory and non-voting capacity).

The Executive Committee shall meet not less than six times a year at intervals of not more than two months.

The Secretary shall give at least seven days' notice of the meeting to all Officers and Members.

The quorum shall, as near as may be, comprise one third of the voting members of the Executive Committee.

In the case of any emergency between the meetings of the Executive Committee, a Standing Committee comprising the Chairman, the Deputy Chairman and two other Committee members shall have the power to act on behalf of the Executive Committee.

8. SUB-COMMITTEES

The Executive Committee may constitute sub-committees from time to time as shall be considered necessary.

The Executive Committee shall appoint the Chairman and Secretary of each sub-committee and all actions and proceedings of each sub-committee shall be reported to and confirmed by the Executive Committee as soon as possible.

Any member of the Executive Committee may be a member of a sub-committee. All members of a sub-committee may vote on decisions taken by that sub-committee.

Sub-committees shall be subordinate to and may be regulated and dissolved by the Executive Committee.

9. DECLARATION OF INTEREST

It shall be the duty of every member of the Executive Committee or member of a 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. He or she shall not discuss such item (except by invitation of the Chairman) or vote thereon.

10. EXPENSES OF ADMINISTRATION AND APPLICATION OF FUNDS

The Executive Committee shall, out of the funds of the Group, pay all proper expenses of administration and management of the Group.

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

It shall be the duty of the Treasurer to manage all financial transactions of the Group, to keep proper records and to produce a financial statement to the Executive Committee at its meetings.

The Executive Committee shall determine when an audit is to be performed, which shall be at intervals of not more than three years.

The Treasurer shall be responsible for the preparation of the books for audit (a financial year being 1st April to 31st March) and shall prepare the statement of accounts for presentation to the Annual General Meeting.

One or two auditors shall be elected each year at the Annual General Meeting or, in the case of emergency, by the Executive Committee. The duty of the auditor(s) will be to examine the financial transactions of the Group as set forth in the Treasurer's books and statement of account and to report to the ensuing Annual General Meeting. An Officer may not be appointed as Auditor.

A bank account shall be opened in the name of the Group and two Officers, one of whom should be the Treasurer, must sign all cheques drawn on behalf of the Group.

11. INVESTMENT

All monies at any time belonging to the Group and not required for immediate use shall be invested by the Executive Committee in or upon such 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.

12. TRUSTEES

All members of the Executive Committee are Trustees of the charity.

Any freehold and leasehold property and all other property of any description acquired by or belonging to the Group shall be vested in Holding Trustees.

The Holding Trustees shall deal with such property as the Executive Committee may from time to time direct by resolution and such resolution shall be entered in the minute book as conclusive evidence.

Holding Trustees shall be at least two in number or a trust corporation. The power of appointment of Holding Trustees shall be vested in the Executive Committee. A Holding Trustee must be a member of the Group.

The Secretary shall from time to time notify the Trustees in writing of any amendment hereto and the Trustees shall not be bound by such amendments in their duties as Trustees unless such notice has been given.

The Group shall be bound to indemnify the Trustees and Holding Trustees in their duties (including the proper charge as permitted by the law of a trustee being a trust corporation) and liability under such indemnity shall be a proper administrative expense.

13. VOTING

Every matter, whether at a General Meeting, Committee meeting, Standing Committee meeting or sub-committee meeting, shall (except as otherwise herein provided) be determined by a majority of the persons present voting thereon. In the event of an equality of votes, the Chairman of the meeting shall have a second or casting vote.

14. AMENDMENTS

The Executive Committee may make minor amendments for the better management of the Group.

No amendment can be authorised the effect of which would be to cause the Group at any time to cease to be a charity according to the law of England and Wales.

In any other case, the rules may be amended by a two-thirds majority of members present at an Annual General Meeting or Special General Meeting provided that twenty-eight days' notice of the proposed amendment has been given to all members.

15. NOTICES

Any notice that is required to be given in accordance with these rules will be deemed to be duly given if left at or sent by prepaid post addressed to the address of that member last notified to the Group.

The accidental omission to give notice of any General or Special General meeting to any member shall not invalidate the proceedings of any such meeting.

16. WINDING UP

- a) A motion to dissolve the Group must be
 - i) Agreed by a two-thirds majority of members voting at an Annual General Meeting or Special General Meeting and
 - ii) Confirmed by a simple majority of members voting at a further Special General Meeting held not less than fourteen days after the General Meeting in a)i).
- b) If a motion for the dissolution of the Group is to be proposed at an Annual General Meeting or Special General Meeting this motion shall be referred to specifically when the Notice of such a meeting is given.
- c) In the event of dissolution of the Group, the Trustees will remain in office and be responsible for winding up the affairs of the Group in accordance with this clause.
- d) The Trustees must collect in all the assets of the Group and must pay or make provision for all the liabilities of the Group.
- e) If there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Group (except to a member that is itself a Charity), but shall be given or transferred to some other Charity or charities for purposes the same as or similar to the Group's purposes, provided that such action is for the benefit of the Community in the Area of Benefit. Such other Charity or charities shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Group.
- f) If it is not possible to transfer artefacts to a Charity or charities as prescribed in e) above, then such artefacts belonging to the Group will be deposited with the Lancashire Museum Service.
- g) The actions regarding available funds and other tangible assets so chosen by the Trustees in e) and f) above shall be approved by members at the meeting of the Group referred to in a)ii) at which the decision to dissolve the Group is confirmed.
- h) The Trustees must notify the Charity Commission promptly that the Charity has been dissolved. On dissolution, the minute book and other records of the Group shall be deposited with the Lancashire Record Office.