

## **THE COOMBE KEYNES TRUST: CONSTITUTION**

### **1. TITLE**

The name of the Society shall be The Coombe Keynes Trust.

### **2. OBJECTS**

(a) The Society is established to promote the restoration and permanent preservation for the public of the Church of the Holy Rood at Coombe Keynes in the County of Dorset (hereinafter called "The Church") as a building of historical and architectural interest which should be retained for the education of the present and future generations; and to use the Church and any land appurtenant thereto for any of the following purposes:-

(i) Public educational purposes.

(ii) The provision, in the interests of social welfare, of facilities available to members of the public at large for recreation or other leisure time occupation with the object of improving the conditions of life for the persons for whom the facilities are primarily intended: and

(iii) Any other charitable purposes whatsoever.

(b) In furtherance of the said purposes, but not otherwise, the Society through its Executive Committee, shall have the following powers:--

(i) To cooperate with other charitable organisations having aims similar to those of the Society.

(ii) To hold meetings, lectures, concerts, exhibitions and similar social activities in the Church.

(iii) To raise funds and to invite and receive contributions from any person or persons whatever, by way of subscription, donations, or otherwise; provided that the Society shall not undertake any permanent trading activities in raising funds for its primary purposes, or permit the Church to be used for commercial purposes.

(iv) To take and accept any gifts of property, whether subject to any special trust or not.

(v) 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.

(vi) Subject to such consents as are required by law to borrow or raise money for the purpose 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.

(vii) To do all such other things as are necessary for the attainment of the said purposes.

### 3. MEMBERSHIP

Membership will be open to all who are interested in furthering the purposes of the Society. No member shall have the power to vote at any meeting of the Society if his subscription is in arrears at any time. Junior members shall be those aged less than 18 years at the time their subscription is due; and they shall not be entitled to vote at any meeting of the Society. The subscription of a member joining the Society in the three months preceding the 31st March shall be regarded as covering membership for the Society's year commencing on 1st April following the date of joining the Society.

### 4. SUBSCRIPTIONS

The annual subscription shall be Five Pounds or such sum as the Executive Committee shall determine from time to time and it shall be payable on or before the 1st April each year. Membership shall lapse if the subscription of the individual member is unpaid six months after it is due.

### 5. FINANCE

(a) Full accounts of all moneys passing through the hands of the Society shall be kept and shall be audited by the Auditor to be appointed at the Annual General Meeting in each year.

(b) The financial year shall be from 1st April to 31st March each year.

### 6. MEETINGS

An Annual General Meeting shall be held within 3 months of the end of the financial year in each 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 shall give at least 14 days notice of such meetings to all members. Special general meetings of the Society shall be held at the written request of members representing not less than 10% of the existing membership of the Society and whose subscriptions are fully paid up. Six members or one third of the paid-up members personally present (which-ever is the less) shall constitute a quorum for a meeting of the Society.

### 7. OFFICERS

Nominations for the election of officers shall be made at or before the Annual General Meeting. Such nominations shall be supported by a seconder and the consent of the proposed nominee must first have been obtained. The election of Officers shall be completed prior to the election of further Committee members. 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 two Vice-Presidents may also be elected at a General Meeting of the Society, for periods to be decided at such a meeting. The Executive Committee shall have the power to fill casual vacancies occurring among the Officers of the Society.

## 8. MINUTES

Minutes shall be kept of all meetings, and those Minutes shall be open to inspection by any member on application to the Honorary Secretary.

## 9. THE EXECUTIVE COMMITTEE

The Executive Committee shall be responsible for the management and administration of the Society, The Executive Committee shall consist of the Officers and not more than nine other members, The Committee shall have the power to co-opt further members (who shall attend in an advisory and non-voting capacity.) The Officers and members of the Committee shall normally be resident or work in 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 in the votes cast, the Chairman shall have a second or casting vote. Nominations for election to the Executive Committee shall be made in writing at or before 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 by the Officers of the Society. Outgoing members may be re-appointed. The Executive Committee shall meet not less than four times a year at intervals of not more than three months and the Honorary Secretary shall give all members 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.

## 10. 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 appointed by the Executive Committee and all actions and proceedings of each sub-committee shall be reported to and confirmed by the Executive Committee as soon as possible. Members of the Executive Committee may be members of any sub-committee and membership of a sub-committee shall be no bar to membership of the Executive Committee. Sub-committees shall be subordinate to the Executive Committee and may be regulated or dissolved by the Executive Committee.

## 11. EXPENSES OF ADMINISTRATION AND ALLOCATION OF FUNDS

The Executive Committee shall, out of the funds of the Society, pay all reasonable expenses of administration and management of the Society. After the payment of the administration and management expenses and the setting aside to reserve of such funds as are necessary; the remaining funds of the Society shall be applied by the Executive Committee in furtherance of the purposes of the Society.

## 12. 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 as may be for the time being required by law or by the special trusts affecting any property in the hands of the Executive Committee.

### 13. TRUSTEES

Any freehold or leasehold property acquired by the Society shall and, if the Executive Committee so directs, any other property belonging to the Society may be vested in Trustees who shall hold and deal with such property as the Executive Committee may from time to time direct. The Trustees shall be at least three in number or a trust-corporation. The power of appointment of 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 3 hereof shall thereafter be qualified to act as a Trustee unless and until re-appointed 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 such amendments in their duties as trustees unless such notice has been given. The Society shall be bound to indemnify the Trustees 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.

### 14. 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 14 days notice of the proposed amendment has been given to all members, and provided no amendment shall be made to Clause 2, this Clause or Clause 16. Nothing herein contained shall authorise any amendment the effect of which would be to cause the Society at any time to cease to be a charity in law.

### 15. 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 addressed to the address of that member last notified to the Secretary.

### 16. WINDING UP

The Society may be dissolved by a two-thirds majority of members voting at an Annual General Meeting or Special General Meeting of the Society confirmed by a simple majority of members voting at a further Special General Meeting held not less than 14 days after the previous meeting. If a motion for the dissolution of the Society is to be proposed at an Annual General Meeting or a Special General Meeting this action must 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 to those hereinbefore declared as shall be chosen by the Executive Committee and approved 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 Dorset Historic Churches Trust.

This Constitution was adopted the 17th September 1980.