

Friends of Hyde Park Cemetery
Carr Lane, Doncaster
Constitution

1. **Name**

The name of the Group is “Friends of Hyde Park Cemetery” (referred to as ‘the Association’). The “Area of Benefit” is the Carr Grange Cemetery (commonly known as Hyde Park Cemetery), Carr Lane, Doncaster

2. **Objects**

The objects of the Association are:

- a) To support the restoration and conservation of the Hyde Park Cemetery, Doncaster, its monuments and buildings and its wildlife and the natural beauty of their setting for the long term benefit of the public, and as an environmental, historical, and educational amenity.
- b) To provide a mechanism for the community to have a positive input into the restoration and ongoing care and management of Hyde Park Cemetery.

The Association shall be non-party in politics and non-sectarian in religion.

3. **Powers**

To further these objects and for this purpose only, the Association may exercise the following powers:

- a) Power to raise funds and receive subscriptions, donations, legacies, bequests and gifts in kind from any person, organisation or body provided that in raising funds the Association shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law.
- b) Power to buy, take on lease or in exchange, hire or otherwise acquire any property necessary for the achievement of the objects and to conform to any relevant requirements of the law.

- c) Subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Association.
- d) Subject to any consents required by law to borrow money and to charge all or any part of the property of the Association with repayment of the money so borrowed.
- e) Power to employ such staff (who shall not be members of the Executive Committee) as are necessary for the proper pursuit of the objects, and to dismiss any or all of them, on such terms (including terms of pay) as the Association thinks fit.
- f) Power to collect and provide information on all matters affecting the purposes of the Association. To publish, issue and circulate publications in whatever format it considers suitable, and to provide exhibitions, meetings, and any other such promotional events as are considered necessary to further the objects of the Association.
- g) Power to co-operate with other charities, voluntary bodies, and statutory authorities operating in furtherance of the objects or of similar charitable purposes, and to exchange information and advice with them.
- h) Power to establish or support any charitable trusts, associations or institutions formed for all, or any, of the objects.
- i) Power to appoint and constitute such advisory committees as the Executive Committee may think fit.
- j) Power to do all such other lawful things as are necessary for the achievement of the objects.

4. **Membership**

- a) Membership of the Association shall be open to:
 - i. Individuals over the age of 18 years who support the objects and who have paid any annual subscription laid down from time to time by the Executive Committee (any such individual being called in the constitution a Member).
 - ii. Any body corporate or unincorporated association, which supports the objects and has paid any annual subscription (any such body being called in the constitution a Member Organisation).
 - iii. Individuals under the age of 18 years who support the objects and who have paid any annual junior subscription (any such member being called a Junior Member).

- b) Each Member, Junior Member and Member Organisation shall have one vote.
- c) Each Member Organisation shall appoint an individual to represent it and vote on its behalf at meetings of the Association.
- d) The Executive Committee may terminate the membership of any Member, Junior Member or Member Organisation whose conduct the Executive Committee considers to be detrimental to the Association provided that:
 - i. An attempt has been made by the Executive Committee to draw the matter of complaint to the attention of the Member, Junior Member, or representative of the Member Organisation concerned and to resolve any dispute by conciliation.
 - ii. The Member concerned shall have been given at least seven days notice of the meeting at which his or her expulsion is to be discussed and shall have the right to be heard by the Executive Committee, accompanied by an advocate, before a final decision is made.
 - iii. At least two thirds of the Executive Committee must be present at such a meeting, and two thirds of the total Executive Committee must agree to the termination of any Membership. Only Executive Committee Members attending the meeting may vote on such a matter. If fewer than two thirds of the Executive Committee are present then the item shall be deferred to the next meeting where at least two thirds of the Executive Committee are present.
 - iv. If the decision of the Executive Committee at that meeting is to terminate Membership then any appeal lodged in writing with the Secretary within 28 days must be heard by a panel of five people to include two ordinary Members, two Executive Committee Members, and one person who is not a member of the group, but belongs to an organisation that is active in the DMBC area. The appeal will be decided by a simple majority vote.
 - v. The final decision of the Executive Committee or the appeal panel, as appropriate, is binding.

5. Honorary Officers

At the annual general meeting of the Association the Members shall elect from amongst themselves a chairperson, a vice-chairperson, secretary, and a treasurer, who shall hold office from the conclusion of that meeting.

- a) The duties of the **Chairperson** shall be to:
 - i. Chair meetings of the Executive Committee and the Association.
 - ii. Represent the Association at functions/meetings that the Association has been invited to (or delegate this to the Vice Chairperson or another Member if unable to attend).
 - iii. Act as the spokesperson of the Association when necessary.
 - iv. Ensure that such reports as are necessary are prepared and presented.

- b) The duties of the **Vice Chairperson** shall be to stand in for the Chairperson as and when necessary.

- c) The duties of the **Secretary** shall be to:
 - i. Prepare, in consultation with the Chairperson, the agenda for meetings of the Executive Committee and the Association.
 - ii. Take and keep minutes of all meetings, or delegate authority for sub-committees or other meetings they are unable to attend.
 - iii. Collect and circulate any relevant information within the Association.
 - iv. Keep a register showing the names and addresses of all Members of the Association, and on being notified in writing of any change shall alter the register accordingly. All records to be kept in a manner complying with the Data Protection Act.
 - v. Conduct the general administration of the Association's business (except its financial business) and to maintain an accurate record of all business conducted by the Executive Committee.

- d) The duties of the **Treasurer** shall be to supervise the financial affairs of the Association in accordance with clause 9 of this constitution.

6. Executive Committee

- a) The Executive Committee shall consist of not fewer than 6 members nor more than 10 members being:
 - i. The honorary officers specified in clause 5.
 - ii. Not fewer than 2 and not more than 6 members elected at the annual general meeting, who shall hold office from the conclusion of that meeting.
- b) The Executive Committee may in addition appoint up to 4 co-opted advisors. These appointments should take place at a special meeting of the Executive Committee and shall take effect from the end of that meeting. These advisors shall have no voting rights. The Executive Committee may terminate the appointment of these co-opted advisors at any time.
- c) If an Executive Committee Member dies, resigns, or ceases to be a Member for any other reason, then the Executive Committee has the power to co-opt another Member in his/her place to serve on the Executive Committee until the end of the next Annual General Meeting.
- d) All the members of the Executive Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected.
- e) The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- f) Members of the Executive Committee may be paid reasonable out of pocket expenses for work done on behalf of the Association at a rate to be agreed periodically. This may include traveling expenses and payment for professional services carried out by themselves, or their company, when instructed to do so by the remainder of the Executive Committee.
- g) The Executive Committee may invite anyone to one or more committee meetings as it thinks fit, but such people do not have voting rights.
- h) The Executive Committee may pass a vote of no confidence in any of its Honorary Officers, or Executive Committee Members. Once a vote of no confidence has been passed the person(s) in question

must cease to act and the Executive Committee has the power to replace them.

A resolution of no confidence cannot be passed unless the person(s) in question, and all other Executive Committee Members, have received at least 14 days notice of the proposed resolution, and provided that they have the right to be heard.

- i) An Executive Committee Member shall be removed from his/her post if s/he:
 - i. Becomes bankrupt, or is an undischarged bankrupt
 - ii. Resigns by written notice
 - iii. Becomes mentally incapable
 - iv. Is absent from three consecutive meetings without good reason, and the other Executive Committee Members pass a resolution to remove him/her.

7. Honorary President

The Executive Committee may at their discretion appoint an Honorary President as a figurehead for the Association. The Honorary President may be reappointed on a yearly basis by mutual agreement.

8. Meetings and Proceedings of the Executive Committee

- a) The Executive Committee shall hold at least three ordinary meetings each year. A special meeting may be called at any time by the Chairperson or by any two members of the Executive Committee upon not less than seven days notice being given to the other members of the Executive Committee of the matters to be discussed. If the matters include an appointment of a co-opted advisor not less than 14 days notice must be given.
- b) There shall be a quorum when at least one third or three members of the elected Executive Committee, whichever is the greater, are present at a meeting.
- c) Each member of the Executive Committee is entitled to one vote. All questions or resolutions arising out of any Executive Committee meeting (except those relating to the dissolution of the Association) must be decided by a majority of those present but in the case of equality of votes the Chairperson of the meeting shall have a second, or casting, vote.

- d) The Executive Committee has the power to appoint any sub-committee as may be needed from time to time and to decide on its terms of reference and procedure. Each sub-committee must contain at least one Executive Committee member. The sub-committee may include such other persons as the Executive Committee shall decide.
- e) The Executive Committee has the power to make rules for the calling and holding of meetings, the financial arrangements of the Association or in respect of any other matter, which the Executive Committee considers appropriate. No rule may be made which is inconsistent with this constitution.
- f) The Secretary or other person appointed by the Executive Committee shall keep a full record of proceedings at every Executive Committee meeting of the Association. These records will be available for inspection by group members and stakeholders, at any reasonable time.
- g) The Executive Committee shall retain indefinitely a hard copy of the proceedings of meetings of the Executive Committee, any sub-committee, or any general members meeting. These minutes shall be kept in files used specifically for this purpose. These records will be available for inspection by group members and stakeholders, at any reasonable time.
- h) The Executive Committee shall establish a complaints procedure.
- i) Subject to the constitution the procedure at Executive Committee meetings shall be determined by the Executive Committee.

9. **Finance**

- a) The funds of the Association, including all subscriptions, donations, contributions and bequests shall be paid into an account opened by the Executive Committee in the name of the Association at such bank as the Executive Committee shall from time to time decide.
- b) All cheques drawn on the account must be signed by the Treasurer, or the Chairperson in his/her absence, and one other nominated member of the Executive Committee.
- c) The funds belonging to the Association shall be applied only in furthering the objects.

- d) The Treasurer shall keep proper accounts showing money received and spent by the Association, and the assets and liabilities of the Association.
- e) Expenditure of petty cash up to £30 per month, or such other sum as the Executive Committee may from time to time decide, shall be at the Treasurer's discretion. All other expenditure shall be agreed by the Executive Committee in advance.
- f) The financial year of the Association begins on 1 April and ends on 31 March each year.
- g) The Association's accounts must be independently audited by a Chartered Accountant, or other similarly qualified person, who is neither a Member of the Association nor an employee of a Member Organisation.
- h) The Treasurer and/or auditor must prepare a report to be presented at the annual general meeting next following the end of the financial year.

10. Members General Meetings

- a) The Secretary or other person appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of the Association.
- b) There shall be a quorum when at least one tenth of the members of the Association are present at any general meeting. If at any stage of the meeting the number of members present is less than the quorum then the meeting must be adjourned to the next convenient date, time and place. Even if no quorum is present at the reconvened meeting, then it must still proceed as if it had a quorum.
- c) Notice of general meetings shall be given by posting the same to the address of each Member, Junior Member, and Member Organisation at least 14 days before the date of the meeting.

11. Special General Meetings

The Executive Committee may call a special general meeting of the Association at any time. Also, if no fewer than 25% of the current membership request such a meeting in writing, stating the business to be considered, the Secretary shall call such a meeting. At least 21 days notice must be given. The notice must state the matter to be discussed.

12. Annual General Meeting

- a) The Association shall hold an annual general meeting at least once every year. The business shall be the consideration of the accounts, the Executive Committee report, the election of the Executive Committee and the appointment of auditors. Any other business which a member would like included in the agenda should be given in writing to the Secretary of the Association no less than 14 days prior to the meeting.
- b) Every annual general meeting shall be called by the Executive Committee. The secretary shall give at least 21 days notice to all members of the Association. All Members, Member Organisations and Junior Members shall be entitled to attend. Voting shall be in accordance with Clause 4b of this constitution.
- c) There shall be a quorum at the Annual General Meeting when at least one tenth of the Members are present. If at any stage of the meeting the number of Members present is less than the quorum then the meeting must be adjourned to the next convenient date, time, and place. Even if no quorum is present at the reconvened meeting, then it must still proceed as if it had a quorum.
- d) The Executive Committee shall present to each Annual General Meeting the report and accounts of the Association for the preceding year.
- e) Nominations for election to the Executive Committee must be made by members of the Association in writing, and must be in the hands of the Secretary at least 14 days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by secret ballot.
- f) Except where an amendment to the constitution under clause 13 or a resolution to dissolve the Association under clause 14 is involved, all questions arising at a general meeting must be decided by a majority of Members voting and entitled to vote. In the case of an equality of votes the Chair has an additional, or casting, vote.

13. Alterations to the Constitution

Subject to the following provisions of this clause, the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a Special General Meeting. The notice of the meeting must include notice of the resolution, setting out the terms of the alteration proposed.

No amendment may be made to clause 1 (the name of the Association clause), clause 2 (the objects clause), clause 14 (the dissolution clause), or this clause without prior consent of any authority having charitable jurisdiction.

14. Dissolution

If the Executive Committee decides that it is necessary or advisable to dissolve the Association it shall call a Special General Meeting of all the Members, giving at least 21 days notice and stating the terms of the resolution to be proposed.

If the proposal is confirmed by a two-thirds majority of those present and voting, the Executive Committee shall have the power to realise any assets held by or on behalf of the Association.

Any assets remaining after the satisfaction of any proper debts and liabilities shall be given, or transferred, to such other charitable institutions having similar objects to those of the Association as the members may determine, or failing that shall be applied for some other charitable purpose.

Signed _____ Chairperson Date

Print Name _____

Signed _____ Secretary Date

Print Name _____

Signed _____ Treasurer Date

Print Name _____