



# DUNDRY HILL GROUP

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## CONSTITUTION

### 1. Name

1.1 The name of the organisation shall be the Dundry Hill Group.

### 2. Objects

2.1 The Group shall promote and encourage the following objects, by charitable means but not otherwise:

(a) to stimulate public interest in, and care for, the beauty, history, character and future of Dundry Hill and its surroundings.

(b) to encourage:

(i) an increase in the number of people enjoying and caring for the area

(ii) the linking of urban and rural communities

(iii) the maintenance of rights of way and practical countryside management

(iv) the reduction of problems such as fly tipping and vandalism.

(c) to pursue these ends by means of meetings, exhibitions, lectures, publications, other forms of instruction and schemes of a charitable nature.

### 3. Membership

3.1 Membership shall be open to all who support the aims of the Group. The Management Committee may fix a subscription if it is considered necessary. Any subscription may be varied from time to time by the Management Committee. Membership shall lapse if a member fails to indicate a desire to maintain membership and pay any subscription which is due three months after being invited to do so.

### 4. Governance

4.1 A Management Committee shall be responsible for running the affairs of the Group and may take decisions on its behalf. The Management Committee shall consist of the Officers and not less than three and not more than ten elected other members. The Officers shall be Chair, Vice Chair, Honorary Secretary and Honorary Treasurer. The Management Committee shall have the power to co-opt further members who shall attend in an advisory and non-voting capacity. A quorum for meetings of the Management Committee shall consist of five members. In the event of an equality of votes cast the Chair shall have a second or casting vote.

4.2 Officers and Management Committee members shall be elected at an Annual or Special General Meeting and shall serve until the next Annual General Meeting. Outgoing Officers and Management Committee members may be re-elected. The Management Committee shall have the power to fill casual vacancies occurring among the Officers of the Group.

## 5. **Meetings**

- 5.1 An Annual General Meeting shall be held not more than fifteen and not fewer than nine months after the preceding Annual General Meeting to receive the report of the Management Committee and the accounts of the Group and to elect the Officers and members of the Management Committee. Only members of the Group may cast a vote in the elections.
- 5.2 A Special General Meeting of the Group shall be held at the request of ten or more members.
- 5.3 At an Annual or Special General Meeting a quorum shall comprise seven members of the Group.
- 5.4 At least ten days notice shall be given to members of all General Meetings of the Group.

## 6. **Working Groups**

- 6.1 The Management Committee may constitute such Working Groups from time to time as shall be considered necessary for such purposes as shall be thought fit. The Convenor of each Working Group shall be appointed by the Management Committee and all actions and proceedings of each Working Group shall be reported to the Management Committee as soon as possible. Members of the Management Committee may be members of any Working Group. Working Groups shall be subordinate to and may be regulated or dissolved by the Management Committee.

## 7. **Expenses of Administration and Applications of Funds**

- 7.1 The Management 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 Management Committee in furtherance of the purposes of the Group.

## 8. **Declarations of Interest**

- 8.1 It shall be the duty of every member who is in any way directly or indirectly interested financially or professionally in any item discussed at any meeting of the Group (including any meeting of any Management Committee or Working Group) at which he or she may be present to declare such interest and he or she shall not discuss such item (except by invitation of the Chair) or vote thereon.

## 9. **Amendments to the Constitution**

- 9.1 Amendments to the Constitution may be made at a General Meeting of the Group provided that 28 days notice of the proposed amendment has been given to all members and provided that no amendment shall have the effect of causing the Group to cease to be a charity in law.

## 10. **Winding Up**

- 10.1 The Group may be dissolved by a two-thirds majority of members voting at an Annual General Meeting or Special General Meeting of the Group confirmed by a simple majority of members voting at a Special General Meeting held not less than 14 days after the previous General Meeting. If a motion for the dissolution of the Group is to be proposed at an Annual General Meeting or a Special Meeting this motion shall be referred to specifically when notice of the Meeting is given. In the event of the dissolution of the Group the available funds of the Group shall be transferred to such one or more charitable institutions having objects similar or reasonably similar to those herein before declared as shall be chosen by the Management Committee and approved by the Meeting of the Group at which the decision to dissolve the Group is confirmed. On dissolution the minute books and other records of the Group shall be deposited with the Bristol Record Office.