



THE NORWICH SOCIETY CONSTITUTION

Registered charity number 311118

Revised at the Annual General Meeting on 19 April 2017

1. NAME

The name of the Society shall be THE NORWICH SOCIETY and its motto "To work for a fairer City".

2. OBJECTS

The objects of the Society shall be to promote and encourage the following objects by charitable means but not otherwise.

- A. To encourage high standards of Architecture and Town Planning in Norwich.
- B. To stimulate public interest in and care for the beauty, history and character of the City and its surroundings.
- C. To encourage the preservation, development and improvement of features of general public amenity or historic interest.
- D. To pursue these ends by means of meetings, exhibitions, lectures, publications, and other forms of instruction and publicity, by co-operation with the Local Authorities and other bodies, and promotion of schemes of a charitable nature.

3. MEMBERSHIP

Membership shall be open to all who are interested in the aims of the Society. Membership shall lapse if the subscription is unpaid 6 months after it is due.

4. SUBSCRIPTIONS

The categories of membership are:

- Individual Member
- Joint Members
- Corporate Member
- Group Member
- Under 25 years Member
- Individual Life Member
- Joint Life Members
- Honorary Member

The rates of subscription and categories of membership may be varied by the Executive Committee.

5. MEETINGS

- (1) An Annual General Meeting shall be held before 30th April in each year to receive the Chairman's Report and audited accounts, and to elect Officers and Members of the Executive Committee.
- (2) If the Executive Committee shall give at least 21 days written notice to all members, a Special General Meeting shall be held on the date specified in such notice.
- (3) If 40 or more members shall so request in writing to the Chairman, a Special General Meeting shall be held on a date appointed by the Chairman within three months after the date of receipt of such request, and at least 21 days written notice of such meeting shall be given to all members.

(4) 60 members personally present shall constitute a quorum for a Meeting of the Society.

6. OFFICERS AND TRUSTEES

(1) Nominations for the election of Officers shall be received by the Administrator 14 days before the Annual General Meeting. Such nominations shall be in writing, supported by a seconder, and the consent of the proposed nominee must first have been obtained. The election of Officers shall be completed before the election of further Executive Committee Members.

(2)

(i) The Officers of the Society are honorary appointments and consist of: Chairman, Vice-Chairman, Treasurer, Secretary.

(ii) The Lord Mayor of Norwich shall be invited to be President of the Society.

(iii) The Executive Committee shall have power to invite a Patron for a fixed period and may extend that period. The Executive Committee shall also have power to offer Honorary Membership.

(3) The Chairman, Treasurer and Secretary shall hold office for two years. The Chairman may not stand for re-election as Chairman at the end of the two-year term of office but the Treasurer and Secretary may do so.

(4) The Vice-Chairman shall hold office for one year and may stand for a further one-year term at the end of the first year in office.

(5) No Local Government Employee and no Local Authority Councillor shall be eligible to serve or continue to serve as a member of any Committee or sub Committee.

7. VICE-PRESIDENTS

The Executive Committee shall have power to appoint as Vice-Presidents up to ten persons who have given valuable service to the Society.

8. COMMITTEE

(1) The Executive Committee shall consist of the Officers and not more than 9 further members. One third of the Executive Committee (save for the Officers) shall retire annually (but shall be eligible for re-election at the Annual General Meeting, unless they have been a member of the Committee for more than five years continuously immediately preceding the date of such reelection, but excluding any period during which they were a co-opted member of the Committee); those with the earliest dates of re-election shall retire first. Any resignations during a year shall be included in the one third to retire. In the event more than one third qualify for retirement, a ballot shall be held. The Committee shall have the power to co-opt further members (who shall attend in an advisory capacity). The President and Patron may attend Meetings of the Executive Committee, but may not vote at such Meetings. A nominated alternate to a member of the executive Committee may attend an Executive Committee Meeting but may not vote at it.

(2) No immediate past Officer, upon completion of his or her term of office, may serve on the Executive Committee within 12 months of retirement as an Officer except that a Vice-Chairman who is elected for a second consecutive year and the Treasurer and Secretary shall remain on the Executive Committee if elected for a further term. If a Vice-Chairman is elected Chairman, he/she shall remain on the Executive for a further two years.

(3) Nominations for election to the Executive Committee shall be received by the Administrator 14 days before the Annual General Meeting. They must be in writing, 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 of those Members attending the Annual General

Meeting. No member shall be eligible for election to the Executive Committee unless he or she (1) has served on a Sub-Committee or working group for at least 12 months, or (2) is nominated by the Executive Committee, or (3) has acted as a representative of the Society on an outside committee or body for at least 12 months.

- (4) The Executive Committee shall be responsible for running the affairs of the Society and may take decisions on its behalf. Six shall form a quorum for meetings of the Executive Committee, of which one shall be an Officer.
- (5) The Officers may exercise such administrative and other acts as may be delegated to them by the Executive Committee, but not otherwise.
- (6) The Executive Committee may nominate any Member of the Society to act as its representative on an outside committee or body and may terminate such nomination.
- (7) The Executive Committee shall be empowered to appoint a salaried Administrator to be responsible to it for the day-to-day business of the Society and such other staff as it may consider to be necessary.
- (8) The Executive Committee shall have power to make appeals, solicit donations and canvass monies for carrying out the objects of the Society.
- (9) A member shall be deemed to have resigned and shall cease to be a member of the Executive Committee if he or she shall be absent from three consecutive meetings without such reasons being given as are acceptable to the Executive Committee whose decision shall be final.
- (10) There shall be maintained by the Executive Committee a Working Guidance Manual for the Society which may be inspected by any member. This manual shall include the Procedure Guidelines for Executive and Sub-Committee members.

9. TRUSTEES

The Trustees of the Society comprise the members for the time being of the Executive Committee.

10. EXPENSES OF ADMINISTRATION

The Executive Committee shall out of the monies received by the Society pay all proper expenses of administration and management of the Society and shall use the residue of such monies it thinks fit for or towards the objects of the Society.

11. INSURANCE

The Executive Committee may at the cost of the Society effect such insurance cover relating to the affairs and activities of the Society, its officers, committees and members as it may be advised to effect and as may from time to time be approved by the Charity Commission.

12. INVESTMENT

All monies at any time belonging to the Society and not required for immediate application for its objects shall be invested by the Executive Committee upon such investments, securities or property as it may think fit, but so that monies subject or representing property subject to the jurisdiction of the Charity Commissioners shall only be invested in such securities as may for the time being be prescribed by law. The Executive Committee shall decide upon and record in writing the Society's investment policy not less than once a year.

13. BORROWING

The Executive Committee may borrow for the objects of the Society such monies at such rate of interest and in such manner as it may think fit but is not permitted to make loans.

14. AMENDMENTS

The Constitution may be amended by a two-thirds majority of members present at an Annual or Special General Meeting, provided that 21 days notice of the proposed amendment has been sent to all members, and provided that nothing therein contained shall authorise any amendment permitting the expenditure of funds of the Society on any object which is not a charitable object by Law.

15. WINDING UP

In the event of the winding up of the Society, the available funds of the Society shall be transferred to such one or more charitable bodies having objects similar or reasonably similar to those hereinbefore declared as may be chosen by the Executive Committee and approved by the Charity Commissioners for England and Wales.