

ST ALBANS CIVIC SOCIETY CONSTITUTION

As approved and adopted at the Annual General Meeting on 15 October 2025

1 THE SOCIETY

The name of the Society shall be “St Albans Civic Society” (hereinafter “the Society”).

It is a registered Charity, No. 200330.

The Society is an unincorporated association governed by its Constitution.

Governance is conducted by an Executive Committee consisting of Trustees elected by members at the AGM (hereinafter “the Committee”).

The Society shall have no party-political, commercial or religious activities and shall be non-profit-making.

2 AIMS

The Society is established to promote the public benefit of the history and heritage of the city of St Albans and its surroundings and to influence future development in a way that balances celebration of the past with meeting current and future needs.

3. OBJECTIVES

To achieve this objective the Society has the following main objectives:

- i. To stimulate public interest in the heritage, culture and conservation of our city and its surroundings.
- ii. To support conservation of the character of the area.
- iii. To champion good new design and sustainability in the built environment.
- iv. To lead informed debate about the future of the city including its physical, social and cultural needs.
- v. To campaign for best practice in retaining our rich heritage alongside new developments.

These aims will be pursued and communicated to the public by a broad range of means including, but not limited to, social media, meetings, awards events. The Committee shall pursue active engagement, co-operation and partnership with other local and national bodies, organisations and individuals that have compatible interests and activities.

4 MEMBERSHIP AND SUBSCRIPTIONS

Membership shall be open to all who share the aims and objectives of the Society.

Membership rates and arrangements will be set by the Committee. The Committee may also reduce or waive subscriptions as deemed necessary. Membership shall lapse if the annual subscription remains unpaid three months after it is due.

The Committee may appoint Honorary Members exempt from subscriptions as recognition of loyal and beneficial service to the Society.

The Society may accept individual donations or legacies in addition to or apart from subscriptions.

The Committee shall have the right for good and sufficient reason (a) to reject applications for membership and (b) to terminate the membership of any individual. In either case the applicant or member shall be given 21 days’ notice of the intention to

refuse or terminate membership and the reasons for doing so, and shall have the right to submit notice of appeal to the Committee before a final decision is made.

NB throughout this Constitution 'notice' means notice in writing or by e-mail.

5 MEETINGS

The formal meetings of the Society shall be the Annual General Meeting ("AGM") and any Extraordinary General Meeting ("EGM").

The AGM of the Society shall be held as soon as practicable after the end of each financial year to receive the Trustees' Annual Report and independently examined accounts, to agree on the appointment of an independent examiner for the coming year, and to elect officers and members of the new Committee. The Committee shall decide when the AGM of the Society shall be held and shall give at least 14 clear days' notice to all Members.

EGMs of the Society can be called for any appropriate reason on a motion by the Committee or requested by at least 20 Members. 14 clear days' notice is required to be given to members for holding an EGM.

Twenty members shall constitute a quorum for an AGM or EGM.

All members shall be entitled to one vote at an AGM or EGM; those unable to attend may appoint, by letter or by e-mail, a proxy to vote on their behalf. Decisions are taken by a simple majority of those present and entitled to vote. The Chair shall have an additional casting vote if necessary.

Proceedings at an AGM or EGM shall be limited to those proposals contained in the notice to members calling the meeting.

6 OFFICERS

The Officers of the Society (who are automatically Trustees) must be existing members, and shall comprise:

Chair

Vice-Chair

Secretary

Treasurer

The Officers shall be elected to serve for a term of three consecutive years. No Trustee shall serve for more than three terms, unless approved unanimously by all Trustees. Officers may have more than one role or change roles as agreed by the Committee.

The Committee may fill by co-option from Members of the Society any Officer vacancy occurring during the year; in this case they will serve until the next AGM when they must either stand for re-election or stand down.

7 EXECUTIVE COMMITTEE

At every Annual General Meeting, further Members of the Society shall be elected to the Committee which shall not exceed twelve in number including the Officers. All persons so elected shall be Trustees for the purposes of the registered Charity

Committee members are elected for a term of three years. No-one may serve more than three terms, unless approved unanimously by all Trustees; at least one third of the Trustees shall be proposed for re-election at every AGM.

Nominations for Officers and other Committee members must be made in writing or by e-mail at least 14 clear days prior to the AGM by a Member of the Society and supported by a second Member, and the consent of the proposed nominee must first have been obtained. If the total number of nominations exceeds the number of vacancies a ballot shall take place on an individual basis. Anyone standing down or unelected shall cease to be a Trustee.

Members may be co-opted to the Committee to cover key skill shortage areas: they will serve until the next AGM when they will be encouraged to stand for election as Trustees. The Committee may invite others to attend meetings as advisers in an expert capacity or for any other reason. Those co-opted to the Committee or invited to attend will not be Trustees and will not have a vote.

All members of the Committee hold their positions on an honorary basis with no payment for their role, but are entitled to claim any reasonable out of pocket expenses.

The Committee shall meet to transact business of the Society not less than four times a year and shall be responsible for approving the accounts prepared by the Treasurer and independently examined for submission to the members at the AGM. The quorum at any Committee meeting shall be four Committee members, of whom one must be an Officer. Decisions are taken by a simple majority of those present and entitled to vote. The Chair shall have an additional casting vote if necessary.

The Committee shall take decisions and handle income and moneys on behalf of the Society. It should have a Finance Policy, including the operation of bank account(s) and of any reserves fund to cover non-routine expenditure.

The Committee may appoint such special or standing working groups as may be deemed necessary, and shall determine their composition, terms of reference, powers and duration. All acts and undertakings of such groups shall be reported to the Committee.

8 ALTERATIONS TO THE CONSTITUTION

Any proposal for alteration of this Constitution shall require the approval of at least two thirds of those Members of the Society present at an AGM or an EGM, provided that notice of any such alteration shall have been received by the Secretary in writing not less than 21 clear days before the meeting at which the alteration is to be proposed. At least 14 days clear notice of such a meeting, setting forth the terms of the alteration, shall be sent by the Secretary to each member of the Society provided that no alteration would have the effect of causing the Society to cease to be a charity at law.

9 DISSOLUTION

If the Committee decides at any time by a simple majority that on the grounds of expense or otherwise it is necessary or advisable to dissolve the Society, it shall call an EGM of Members of the Society, giving not less than 14 clear days' notice, and stating the terms of the resolution to be proposed. If such decision is confirmed by at least two thirds of Members present at an AGM or EGM, the Committee shall have power to dispose of any assets held by or on behalf of the Society.

Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Society as the Committee may determine; if and insofar as effect cannot be given to such a provision, then to some other charitable object.

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