

## THE CONSTITUTION OF THE CHALFONT ST.GILES SHOW (17<sup>th</sup> July 2012)

An Association established with the primary objective of organising the annual Chalfont St. Giles Show.

1. The name of the Association shall be "**The Chalfont St. Giles Show**".
2. The objective of the association is to promote and manage an annual show in the village of Chalfont St. Giles. The Show should comprise, inter-alia, a horticultural competition and an art and craft competition which are open to the general public. The normal date for the holding of the Show should be the first Saturday in September in each year.
3. The Association is a non-profit making organisation and no funds may be distributed to the Members of the Association.
4. Members of the Association, being those people entitled to attend and vote at the Annual General Meeting or other public meeting of the Association, shall comprise the following:
  - a) any person, over the age of 16, whose usual residential address is within the parish of Chalfont St. Giles;
  - b) any person who owns or operates a business or charitable office premises within the parish of Chalfont St. Giles and their employees at that premises;
  - c) any teacher, or other employee, of Chalfont St. Giles Nursery, Infant and Junior schools;
  - d) any member of the Executive Committee not otherwise qualified under (a) to (c) above. To qualify as a member the qualifying status under a, b and c above must have been held for a minimum of three months.
5. An Executive Committee shall be established to run the affairs of the Association, comprised as follows:
  - a) the Executive Committee will consist of a chairman, treasurer, secretary and at least two other members.
  - b) The minimum number of committee members shall be five and there shall be no maximum number;
  - c) All committee members will be appointed annually at the Annual General Meeting and will hold office until the subsequent Annual General Meeting;
  - d) An honorary president may be appointed at an Annual General Meeting and will hold office for a term of three years before re-appointment. The president may attend and vote at meetings of the executive committee;
  - e) Any committee member, or the honorary president, may resign during their term of office by giving notice in writing to the Executive Committee;
  - f) Any committee member who has not attended four consecutive meetings of the committee may be removed by a majority vote of the other committee members;
  - g) The committee, by majority vote, may appoint a new committee member to fill a vacancy existing or arising during a year;
  - h) No member of the committee or the honorary president is entitled to receive any remuneration for their services as a committee member or as president;

6. The Executive Committee shall have the power to :

- a) hire, purchase, make or provide, and maintain any equipment, fittings, tools or services, or incur other expenses as required in the fulfilment of the objective set out in 2 above;
- b) hire events, performers, side-shows and games, on such terms as it thinks fit, in carrying out the objective of the Association;
- c) promote, advertise, and otherwise publicise the event as considered necessary;
- d) charge fees for entry to the Show, for advertising, for hire of space at the Show, and for other activities in connection with the Show for which a charge may reasonably be made;
- e) award prizes (monetary or otherwise), cups, trophies and medals as it considers suitable;
- f) hire and employ such persons as are considered necessary to fulfil the objective of the Association and to pay such fees, wages or gratuities as necessary;
- g) act as Trustee for the members of the Association and, as such, to receive and hold money, equipment or other assets owned by the Association, on behalf of the members;
- h) do all such lawful things as may be incidental to or conducive to the attainment of the Association's objective.
- i) keep and maintain accounting records of the Association to explain the nature of transactions entered into, and to present at the Annual General Meeting an annual income and expenditure account and Balance Sheet of the Association. The accounts should be made up to 30 September in each year;
- j) to recommend to the Annual General Meeting the amount that will be available for distribution as surplus funds after having due regard to the ongoing and future funding requirements of the Association;
- k) ensure that at least 21 days' notice is given of the Annual General Meeting, or other public meeting, to members and interested parties, by way of local press, or other means considered suitable.

7. Meetings of the Executive Committee

- a) the quorum for a meeting shall be 3;
- b) meetings shall be chaired by the chairman and in his/her absence by any other committee member elected for that purpose by a majority vote of those present;
- c) on a tied vote at a meeting the chairman will have a casting vote;
- d) the committee may invite other interested parties to attend their meetings but such persons are not entitled to vote;
- e) meetings may be held in public at the discretion of the committee;
- f) minutes are to be taken to record the business conducted and decisions made at each meeting. Minutes should be circulated to committee members no more than 14 days following each committee meeting;
- g) any committee member with a personal interest (financial or otherwise) in any business being considered by the committee must declare that interest and, in the event of a vote, may not vote on that part of the business;
- h) meetings should normally be held on a monthly basis during the period January to August each year, although this may be varied at the discretion of the committee;

- i) the secretary, or other person appointed to so act, should give at least 7 days' notice of meetings to all committee members.

## 8. Annual General Meeting

- a) an Annual General Meeting shall be held once in each calendar year;
- b) any person who is a member of the Association may attend and vote at the meeting;
- c) the Annual General Meeting shall be chaired by the Honorary President, or in their absence the chairman of the executive committee, or in their absence by any other Executive Committee member decided by a majority vote of those present;
- e) the quorum for the Annual General Meeting shall be 10;
- f) the business of the Annual General Meeting shall comprise, inter-alia:
  - i) to receive a report from the chairman of the executive committee giving a fair review of the activities of the year;
  - ii) to receive, consider and vote on the acceptance of the accounts for the year;
  - iii) to elect the chairman, secretary, treasurer and other committee members for the forthcoming year;
  - iv) to elect (in every third year) the honorary president;
  - v) to consider and vote on the committee's recommendation as to the amount to be available for distribution as surplus funds;

## 9. Distribution of surplus funds

The committee will invite applications to participate in the distribution of surplus funds from bodies or projects that fall within the following criteria:

- a) any local charitable organisation, or national charitable organisation which has a local branch.;
- b) any other local organisation being concerned with education, health, sport, relief of poverty, children's welfare or welfare of the elderly;
- c) any non-local charitable or other organisation concerned with education, health, relief of poverty, children's welfare or welfare of the elderly which is considered to have local significance;
- d) any project for the improvement of facilities or protection of the environment within the parish of Chalfont St. Giles.

A local organisation is deemed to be one that has a registered address within the parish of Chalfont St. Giles.

The committee, or a sub-committee appointed for that purpose, will review and consider applications received and may call for additional information and explanations, or may meet with representatives of the applicants, at its discretion. A vote as to the payment of any surplus funds, following review of the application and a recommendation to the committee, may be made by a majority vote of the committee at any of its meetings as constituted under paragraph 7, with the exception that the quorum required for such a vote shall be 7.

Any committee member who has an interest (financial or otherwise) in an application for funds must declare his/her interest and is not eligible to vote in respect of that application.

The committee may not distribute more during any one year than the amount agreed to be available at the immediately preceding AGM.

## 10. Dissolution of the Association

The Association may be dissolved by a vote on a resolution, providing that at least 75% of members vote in favour of such a resolution, of those members present at a Special General Meeting called for that purpose.

A Special General Meeting may be called by any member of the Association provided that at least 28 days' notice of such a meeting is given to members and interested parties by way of local press or other means considered suitable.

On the dissolution of the Association, the remaining assets and funds of the Association shall be disposed of by a majority vote of members to one or more organisations qualifying under 9 above.

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The above Constitution was adopted by majority vote at the Annual General Meeting 2005 and amended at a Special General Meeting on 17<sup>th</sup> July 2012.

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