



2015



Friends of Cannizaro Park

Constitution of the Charity

Adopted 3rd February 2015

Constitution

Adopted 28th May 1997

Revised 3rd February 2015

A: Name

The name of the Charity is “The Friends of Cannizaro Park” (FOCP)

B: Administration

Subject to the matters set out below FOCP and its property shall be administered and managed in accordance with this Constitution by the members of the Executive Committee constituted by clause G of this Constitution (‘the Executive Committee’)

C: The objects of the FOCP charity

The objects of the charity are for the benefit of the inhabitants of Merton, to provide or assist in the provision of facilities for recreation and other leisure time occupation in the interests of social welfare with the object of improving their conditions of life for the inhabitants of the area of benefit in particular but not exclusively by the preservation, promotion, support, assistance and improvement of Cannizaro Park.

D: Powers

In furtherance of the objects but not otherwise the Executive Committee may exercise the following powers:

- a) The power to raise funds and to invite and receive contributions provided that in raising funds the Executive Committee shall not undertake any substantial or permanent trading activities and shall conform to the relevant law.
- b) Power to buy, take on a lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use.
- c) Power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the FOCP
- d) Power subject to any consents required by law to borrow money and to charge all or any part of the property of the FOCP with repayment of the money borrowed
- e) Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar purposes and to exchange information and advice with them.
- f) Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects.
- g) Power to appoint and constitute such advisory committees as the Executive Committee may think fit.
- h) Power to do all such other lawful things as are necessary for the achievements of the objects.



The Friends of
Cannizaro
Park

E: Membership

- 1) Membership of the FOCP shall be open to all
 - a) Any person over the age of 18 interested in furthering the objects and who has paid the annual subscription laid down from time to time by the Executives and:
 - b) Any body corporate or unincorporated association which is interested in furthering the objects and has paid the annual subscription relevant to such body (such member being called in this Constitution a “ member organisations”
- 2) Every member shall have one vote
- 3) Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of POCP a, and may appoint an alternative to replace its appointed representative at any meeting of FOCP if the appointed representative is unable to attend.
- 4) Each member organisation shall notify the name of the representative appointed by it and of any alternate to the Secretary. If the representative or alternate resigns from or otherwise leaves the member organisations, he or she shall forthwith cease to be the representative of the member organisations.
- 5) The Executive Committee may by unanimous vote and for good reason terminate the membership of any individual or member organisation. Provided that the individual or appointed representative of the member organisation concerned (as the case may be) shall have the right to be heard by the Executive Committee, accompanied by a friend before a final decision is made.

F: Honorary Officers

At the general meeting of the FOCP the members shall elect from amongst themselves a Chairman, Secretary and a Treasurer, who shall hold office from the conclusion of the meeting.

G Executive Committee

- 1) The Executive Committee shall consist of not less than five members nor more than eleven members being
 - a) The honorary officers specified in the preceding clause and
 - b) Not less than two and not more than six members elected at the annual general meeting who shall hold office from the conclusion of theta meeting.
- 2) The Executive Committee may in addition appoint not more than three co-opted members providing this would not result in the Executive Committee then comprising one third or more co-opted members. Each appointment of a co-opted member shall be made at a special meeting of the Executive Committee called under clause J1 and shall take effect from the end of the meeting or when or when the place becomes vacant, whichever is the later.
- 3) All members of the Executive Committee shall retire from office at the end of the annual general meeting next after the date on which they came into office but they may be re-

elected or re-appointed

- 4) 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.
- 5) Nobody shall be appointed as a member of the Executive Committee who is aged under 18. All members of the Executive Committee

H: Determination of Membership of the Executive Committee

A member of the Executive Committee shall cease to hold office if he or she

- 1) Becomes incapable by reason of mental disorder, illness or injury of managing his or her own affairs
- 2) If absent without the permission of the Executive Committee from all their meetings held within a period of six months and the Executive Committee resolve that his or her office be vacated
- 3) Notifies the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the resignation notice takes effect)

I: Executive Committee Members Not to be personally interested.

No member of the Executive Committee shall acquire any interest in property belonging to FOCP (otherwise than as a trustee for FOCP) or receive remuneration or be interested (otherwise than as

a member of the Executive Committee) in any contract entered into by the Executive Committee.

J: Members and Proceedings of the Executive Committee

- 1) The Executive Committee shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the Chairman or any two members of the Executive Committee upon not less than 2 days notice being given to all the other members of the Executive Committee of the matters to be discussed but if the matters include an appointment of a co-opted member then 21 days notice must be given.
- 2) The Chairman shall act as Chairman at the meetings of the Executive Committee. If the Chairman is absent from the meeting the members of the Executive Committee present shall choose one of their number to be Chairman of the meeting before any other business is transacted.
- 3) There shall be a quorum when at least one third of the number of members of the Executive Committee for the time being or three members of the Executive Committee whichever is the greater, are present at the meeting.
- 4) Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of equality of votes the Chairman of the meeting shall have a second or casting vote.
- 5) The Executive Committee shall keep minutes, in records kept for the purpose, of the proceedings at meetings of the committee or any sub-committee.
- 6) The Executive Committee may make or alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made

which is inconsistent with this Constitution.

- 7) The Executive Committee may appoint one or more sub committees consisting of three or more members of the Executive Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a subcommittee provided that all acts and proceedings of any such sub committees shall be fully and promptly reported to the Executive Committee.

K: Receipts and Expenditure

- 1) The funds of the FOCP, including all donations contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of FOCP at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Executive Committee.
- 2) The funds belonging to FOCP shall be applied only in furthering the objects of the Charity.

L: Property

- 1) Subject to the provisions of sub-clause two of this clause, the Executive Committee shall cause title to all investments held by or on behalf of FOCP to be vested either in a corporation entitled to act as a custodian trustee or in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by the Executive Committee at their pleasure and shall act in accordance with the lawful directions of the Executive Committee, the holding trustees shall not be liable for the acts of its members.
- 2) If a corporation entitled to act as a custodian trustee had not been appointed to hold property of FOCP, the Executive Committee may permit any investments held by or in trust for FOCP to be held in the name of a clearing bank, trust corporation or any stock broking company which is a member of the International Stock Exchange (or any subsidiary of any such stock broking company) as nominee for the Executive Committee, and may pay such a nominee reasonable and proper remuneration for acting as such.

M: Accounts

The Executive Committee shall:

- 1) Keep accounting records for FOCP
- 2) Prepare an annual statement of account for FOCP for presentation at the Annual General Meeting
- 3) Ensure that an independent examination of the statements of account is carried out annually in advance of the annual general meeting.

N: Annual General Meeting (AGM)

- 1) There shall be an AGM of FOCP which shall be held in the month of May in each year or as soon as practical thereafter
- 2) Every AGM shall be called by the Executive Committee. The Secretary shall give at least 21 days' notice of the AGM to all members of FOCP. All members of FOCP shall be entitled to attend and vote at the meeting.
- 3) Before any other business is transacted at the first AGM the persons present shall appoint a Chairman of the meeting. The Chairman shall be the Chairman of subsequent AGMs, but if he or she is not present, before any other business is transacted, the persons present shall appoint a Chairman of the meeting.
- 4) The Executive Committee shall present to each AGM the report and accounts of FOCP for the preceding year.

- 5) Nomination for election to the Executive Committee must be made by members of FOCP in writing and must be in the hands of the Secretary of the Executive Committee at least 14 days before the AGM. Should nominations exceed vacancies , elections shall be by ballot

O: Special General Meeting (SGM)

The Executive Committee may call a SGM of FOCP at any time. If at least five members 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 business to be discussed

P: Procedure at General Meetings

- 1) The Secretary or other person specially appointed by the Executive Committee shall keep a full record of the proceedings at every general meeting of FOCP.
- 2) There shall be a quorum when at least one 20th of the number of members of FOCP for the time being or 25 members of FOCP, whichever is the greater, are present at any General Meeting.

Q: Notices

Any notice required to be served on any member of FOCP shall be in writing and shall be served by the Secretary or by the Executive Committee on any member either personally or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 working days of posting

R: Alterations to the Constitution

The Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.

S: Dissolution

If the Executive Committee decides that it is necessary or advisable to dissolve the charity it shall call a meeting of all of the its members, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Executive Committee shall have power to realise any assets held by or on behalf of the charity. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charity or charitable institution having objects similar to the objects of the Charity as the members of the Charity shall determine, or failing that for some other charitable purpose.

T: Arrangements until First Annual Meeting

Until the first AGM takes place this Constitution shall take effect as if references to the Executive Committee were references to persons appointed at a general meeting of FOCP held on Tuesday 19th November 1996 and whose names appear at the bottom of this document.

The Constitution was adopted on the date mentioned above by the following persons:

Eveline Hastings, Anthony Matthews, Jennifer Melman, R Holmes, H A Hall, Linda Head, Ray Slade

Signed:

Chris Mountford, Chairman

Date

Counter-signed:

Jeremy Lumbers, Committee member

Date