

The
Wimbledon Society
Constitution

- (9) To equip and maintain a museum of objects of archaeological and historical interest and to buy or take leases of any property or premises for the purposes thereof;
- (10) To take and accept any gifts of property, whether subject to any special trusts or not and to sell, let, mortgage, dispose of, invest or turn to account all or any of the property or funds of the Society as shall be necessary;
- (11) To borrow or raise money for the purposes of the Society on such terms and on such security as the Executive Committee shall think fit, but so that the liability of individual members of the Society shall be in no case extend beyond the amount of their respective annual subscriptions;
- (12) To do all such other things as are necessary for the attainment of the said purposes.

3. MEMBERSHIP
AND
SUBSCRIPTIONS

- (1) Membership shall be open to all who are interested in furthering the purposes of the Society. No Member shall have power to vote at any meeting of the Society if his subscription is in arrears at the time. The subscription of a Member joining the Society in the three months preceding 1st January in any year shall be regarded as covering Membership for the Society's year commencing on 1st January following the date of joining the Society.
- (2) There shall be three classes of Membership, namely,
 - (i) Individual Membership.
 - (ii) Family Membership whereby two persons (who in any General Meeting shall each have one vote) in the same family may become Members for a reduced annual subscription.
In this sub-paragraph the expression "family" includes a wife, husband, brother, sister, father, mother or child over 14 years of age.
 - (iii) Corporate Membership, which shall be open to any body, whether incorporated or un-incorporated, which supports the objects of the Society. Each Corporate Member may at General Meetings of the Society exercise one vote through such person as may be nominated by the Corporate Member for the purpose.

- (iv) Membership shall lapse in respect of any Member whose annual subscription is not paid within three months after it falls due. The Executive Committee shall have a discretion to refuse any application for Membership and to request any Member to resign. If such a Member shall refuse to resign the Executive Committee may remove his name from the list of Members and if his current subscription has been paid it should be returned to him. No Member who has resigned in accordance with such request or whose name has been so removed as aforesaid shall be entitled to any of the privileges of Membership.
- (v) The Executive Committee shall have power to prescribe from time to time the rates of subscription which shall be paid by members of the Society, or any specified class of Member.
- (vi) The Executive Committee shall have power to prescribe from time to time by notice to Members that the classes of Membership shall be changed in such manner as may be specified in such written notice.

4. MEETINGS

An Annual General Meeting shall be held in or about May of each year to receive the Executive Committee's annual report and accounts and to elect Officers and Members of the Committee. The Committee shall decide when ordinary meetings of the Society shall be held and shall give at least fourteen days notice of such meetings to all members.

Special General Meetings of the Society shall be held at the request of the Chairman or on the written request of members representing not less than ten per cent of the existing membership of the Society and whose subscriptions are fully paid-up. Twenty members personally present shall constitute a quorum for a Meeting of the Society.

5. OFFICERS

Nominations for the election of Officers shall be made at least fourteen days before the Annual General Meeting. Such nominations shall be supported by a seconder and the written consent of the proposed nominee must first have been obtained. The elections of Officers shall be completed prior to the election of further Executive Committee members. Nominees for election as Officers as Executive Committee members shall declare at the Annual General Meeting at which their election is to be considered any financial or professional interest known or likely to be of concern to the Society.

The Officers of the Society shall consist of:-

A Chairman
An Honorary Secretary or Secretaries
An Honorary Treasurer

all of whom shall relinquish their office every year and shall be eligible for re-election at the Annual General Meeting. A President and Vice-Presidents may also be elected at a General Meeting of the Society for periods to be decided at such a meeting. The Executive Committee shall have the power to fill casual vacancies occurring among the Officers of the Society.

6. THE EXECUTIVE

The Executive Committee shall be responsible for the management and administration of the Society. The Executive Committee shall consist of the Officers and not less than twelve and not more than twenty other members. The Committee shall have power to co-opt further members (who shall attend in an advisory and non-voting capacity). The Officers and members of the Committee shall normally be resident at work in the area of benefit but the Committee shall have power to co-opt additional members from outside the area of benefit. The President and Vice-Presidents may attend any meeting of the Executive Committee but shall not vote at any such meeting. In the event of an equality in the votes cast the Chairman shall have a second or casting vote. Nominations for election to the Executive Committee shall be made in writing at least seven days before the Annual General Meeting. They must be 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 in such manner as shall be determined by the Executive Committee. Members of the Executive Committee shall be elected annually at the Annual General Meeting of the Society, and outgoing members may be re-elected. The Executive Committee shall meet not less than four times a year at intervals of not more than three months and the Honorary Secretary shall give all the members not less than seven days notice of each meeting. The quorum shall, as near as may be, comprise one-third of the members of the Executive Committee.

7. FUNCTIONAL COMMITTEES

The Executive Committee may constitute such functional committees from time to time as shall be considered necessary for such purposes as shall be thought fit. The Chairman and Secretary of each functional committee shall be appointed by the Executive Committee and all actions and proceedings of each functional committee shall be reported to and confirmed by the Executive Committee as soon as possible. Members of the Executive Committee may be members of any functional committee and membership of a functional committee shall be no bar to appointment to membership of the Executive Committee. Functional committees shall be subordinate to

and may be regulated or dissolved by the Executive Committee which may delegate all or any of its functions to such a committee except overall financial control.

8. DECLARATION OF INTEREST

It shall be the duty of every Officer or member of the Executive Committee or Functional Committee who is in any way directly or indirectly interested financially or professionally in any item discussed at any Committee meeting at which he is present to declare such interest and he shall not discuss such item or vote thereon.

9. EXPENSES OF ADMINISTRATION APPLICATION OF FUNDS

The Executive Committee shall, out of the funds of the Society, pay all proper expenses of administration and management of the Society. 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 Society shall be applied by the Executive Committee in furtherance of the purposes of the Society.

10. INVESTMENT

All moneys at any time belonging to the Society and not required for immediate application for its purposes shall be invested by the Executive Committee in or upon such investments securities or property as it may think fit, subject nevertheless to such authority, approval or consent by the Charity Commissioners as may for the time being be required by law or by the special trusts affecting any property in the hands of the Executive Committee.

11. TRUSTEES

- (1) Any freehold and leasehold property acquired by the Society and all museum property shall, and if the Executive Committee so directs any other property belonging to the Society may be vested in trustees who shall deal with such property as the Executive Committee may from time to time direct. The trustees shall be at least two in number or a trust corporation. The power of appointment of new trustees shall be vested in the Executive Committee. A trustee need not be a member of the Society but no person whose membership is refused or lapses by virtue of Rule 3 hereof shall thereafter be qualified to act as a trustee unless and until re-appointed as such by the Executive Committee. The Honorary Secretary shall from time to time notify the trustees in writing of any amendment to these Rules and the trustees shall not be bound by any such amendments in their duties as trustees unless such notice has been given. The Society shall be bound to indemnify the trustees in their duties (including the proper charges of a trustee being a trust corporation) and liability under such indemnity shall be a proper administrative expense.

- (2) A trustee holding office as such at the date when these Rules come into operation shall continue in office until he dies retires or is removed from office or ceases to be a trustee in accordance with paragraph (1) of this Rule.

12. AMENDMENTS

This Constitution may be amended by a two-thirds majority of members present and voting at an Annual General Meeting or Special General Meeting of the Society, provided that fourteen days notice of the proposed amendment has been given to all members, and provided that nothing herein contained shall authorise any amendment the effect of which would be to cause the Society at any time to cease to be a charity in law.

13. NOTICES

Any notice required to be given by these Rules shall be deemed to be duly given if left at or sent by prepaid post addressed to the address of that member last notified to the Secretary.

14. WINDING UP

The Society may be dissolved by a two-thirds majority of members present and voting at an Annual General Meeting or Special General Meeting of the Society confirmed by a simple majority of members voting at a further Special General Meeting held not less than fourteen days after the previous Meeting. If a motion for the dissolution of the Society is to be proposed at an Annual General Meeting or a Special General Meeting this motion shall be referred to specifically when notice of the meeting is given. In the event of the dissolution of the Society the available funds of the Society 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 Executive Committee and approved by the Meeting of the Society at which the decision to dissolve the Society is confirmed.

15. COMMENCEMENT AND INTERPRETATION

- (1) In these Rules, except where the context otherwise requires, reference to the plural shall include the singular and references, whether expressly or by implication, to the male sex shall include the female sex.
- (2) Notwithstanding the change of name of the Society to the Wimbledon Society, all rights of the Society and all obligations by or to the Society, including all covenants and agreements, shall have effect in relation to the Society as they would have had effect if the change of name had not been made.

At the Annual General Meeting of 27 May 2008, the following amendment to the Wimbledon Society Constitution was adopted by a unanimous vote of members.

*“Rule 6 – The Executive – should be amended as follows
replace “The Executive Committee shall consist of the Officers and not less than twelve
and not more than twenty other members”
with the following
“The Executive Committee shall consist of the Officers and not less than ten and not
more than twenty other members””*