

CONSTITUTION OF
THE FRIENDS OF OLD HEADINGTON

(Amended at the Annual General Meetings held upon the 23rd April 1997 and the 2nd May 2003, and at the Extraordinary General Meeting held upon the 18th November 2005.)

1. **NAME and AIMS** The Association shall be called “The Friends of Old Headington”. The aim of the Association is to preserve the rural amenities and village charm of Old Headington and to seek to prevent the village succumbing to urban pressures. It shall work actively to encourage and foster the preservation of the character of the village. At the same time, acknowledging that change is ever with us, the Association shall seek to ensure, when change is being considered, that if made, it is only effected in a sympathetic fashion. The Association shall work in cooperation with the City Council, the Oxford Preservation Trust and with such organisations and individuals as may from time to time be appropriate.

2. **MEMBERSHIP** Any person who lives in the district or environs of Old Headington - as commonly known - and such others as the Committee may in its absolute discretion agree after an application to join has been received by the Secretary, shall be entitled to be a member of the Association. The rights of a member including the right to vote at General Meetings may be exercised only after the annual subscription has been paid, to be evidenced by the production by the Member of his Membership card of the Association for the then current year. Members shall be eligible to be elected to the Committee and shall be entitled to all such information and advice within the ambit of the aims of the Association as the Committee may in its absolute discretion supply. The payment of the annual subscription shall entitle all occupants of a household (being a place regarded as a unit) to attend functions upon production of a current membership card, but payment of a subscription shall give entitlement at Meetings to only one vote per household.

[Note: Life membership, which was possible at an early stage in the existence of the Association, is no longer available.]

3. **COMMITTEE**. The Association shall be managed by a Committee of nine members, who shall elect a Chairman immediately after the close of the Annual General Meeting, or at the Committee meeting next held thereafter. The Committee shall have two officers being the Hon. Secretary, the Hon. Treasurer, and seven other members of the Association.

4. **TERM OF OFFICE FOR OFFICERS & COMMITTEE MEMBERS** All officers and Committee members shall be elected at an Annual General Meeting, each to hold office for two years. Each Committee member shall be eligible for re-election, if they agree. If for any reason the post of Secretary or Treasurer shall fall vacant during a period of office, the remaining Committee members shall elect a successor to act until the next Annual General Meeting. The Committee shall also have power to fill any other vacancy. Additionally they may co-opt up to two persons as may be required from time to time.

5. **NOMINATION OF OFFICERS & COMMITTEE MEMBERS**. Nominations for officers and Committee members shall be received by the Secretary up to seven days prior to the commencement of the Annual General Meeting. Every nominee shall be proposed and seconded, and each must have given his prior written consent to be nominated.

6. **QUORUM**. At General Meetings twenty members shall form a quorum. At Committee meetings the quorum shall be five.

7. ANNUAL GENERAL MEETING. The Annual General Meeting shall be held not sooner than 11 months and not later than 15 months after the previous Meeting. At each such Meeting the Treasurer shall present the duly audited Statement of the Association's Accounts for the previous year for approval and adoption. The Association's financial year shall run from the 1st January to the 31st December. At every such meeting a member of the Association, not being a member of the Committee, shall be elected to serve as Auditor for the ensuing year.
8. EXTRAORDINARY GENERAL MEETING The Committee may at any time for any special purpose call an Extraordinary General Meeting and shall do so forthwith upon the request in writing addressed to the Secretary of not less than 25 Members stating the purposes for which the meeting is required.
9. GENERAL MEETINGS. General Meetings shall be called by the Committee when required. Notices convening Meetings shall be sent with an Agenda to all Members fourteen days before the Meeting.
10. COMMITTEE MEETINGS. The Secretary shall call Committee meetings when required. The Committee shall have power to invite anyone it pleases for the purpose of giving it expert advice.
11. CASTING VOTE. In the event of an equality of votes at any General or Committee Meeting, the Chairman of the meeting shall have a second or casting vote.
12. NOTICES. Notices may be delivered to Members in any manner approved by the Committee, which shall seek to balance the costs of delivery and the Association's limited resources, and no Member shall be entitled to object in the event of inadvertent mis-delivery or non-delivery.
13. ANNUAL SUBSCRIPTION. The annual subscription shall be fixed at each Annual General Meeting or at any Extraordinary Meeting in respect of the succeeding year. Subscriptions shall be due upon the 3rd of January of each year.
14. PRESIDENT AND VICE-PRESIDENTS. The Committee may invite any member to be the President of the Association and may also invite up to three members to be Vice-Presidents.
15. AMENDMENT OF CONSTITUTION This Constitution or any paragraph hereof or any rule hereunder may be added to, repealed, or replaced by resolution at any Annual or Extraordinary General Meeting, provided that no such resolution shall be deemed to be passed unless it is carried by a majority of at least two-thirds of the members voting thereat.
16. DISSOLUTION. If at any General Meeting a Resolution for the dissolution of the Association shall be passed by a majority of the Members present and at another General Meeting held not less than six weeks thereafter (of which not less than three weeks notice shall have been given to Members) and at which not less than one half of the Members shall be present, that resolution shall be confirmed by two-thirds of the Members voting thereon, the Committee shall thereupon or as may otherwise be specified in the Resolution, proceed to realise and distribute the assets of the Association, having first discharged all the liabilities, in such manner as shall have been specified in the Resolution and if not so specified the net assets shall be passed to such Charity or other body as the Committee may in its absolute discretion decide, at the relevant time, has the same or similar objects (*mutatis mutandis*) as those of the Association.