

Friends of the Victoria Hall, Ealing

Constitution

As amended at a full meeting of the Friends of the Victoria Hall on 29 October 2019

Name and Status

1. The name of the Association is "The Friends of the Victoria Hall".
2. Status. The Association is a not-for-profit voluntary body.

Objects

3. For the benefit of the residents of the London Borough of Ealing and the nation at large the objects of the Association are:
 - i) To work for the care and protection of the historic building in Ealing W5 known as the Victoria and Princes Halls and its associated rooms.
 - ii) To maintain the Hall for use by all residents of the London Borough of Ealing and nearby areas for arts, culture, leisure, education, and personal, use or for other purposes considered appropriate.

Powers

4. The Association has the power to raise and expend money in pursuit of its objects.

Membership

5. Membership is open to any individual aged 18 or over or any not-for-profit organisation who accepts the Objects and Constitution of the Association. The signatories to this Constitution are the first members of the Association.
6. There are two classes of Member:
 - i) Individual member, who may be either an "Ordinary Member" or a "Sponsor"; and
 - ii) "General Member", any not-for-profit organisation, in the person of an individual duly nominated by that organisation.
7. An applicant for membership must submit a signed and dated application form to the Secretary stating:
 - i) in the case of individuals, the applicant's name, postal and email addresses;
 - ii) in the case of organisations, the applicant's name, postal and email addresses and any relevant registration number;
 - iii) that the applicant has been given and has read a copy of the Constitution, supports the objects of the Association and agrees to be bound by the Constitution immediately upon admission to membership;
 - iv) the applicant's consent to the holding of relevant data for the purposes of the Data Protection Act 1998.

8. Until an application for membership is approved by the Executive Committee, the applicant is not entitled to any of the rights or privileges of the Association.

Officers and their Duties

9. The Association has the following Officers, who are elected at the Association's Annual Meeting from among the Members:
 - i) the Chairman, who will chair all General Meetings and all Executive Committee meetings when present;
 - ii) the Secretary, who is responsible for general administrative duties including the taking and keeping minutes of all General Meetings and Executive Committee meetings, holding other records of the Association, and maintaining the Register of Members (containing the name and address of every member and such other contact details as the member supplies);
 - iii) the Treasurer, who will keep the books of accounts, ensure that the financial affairs of the Association are kept in good order and that annual accounts are prepared for approval by the General Meeting.
10. Officers will serve for a period of one year and are eligible for re-election. In the event of the resignation of any Officer, the Committee has the power to appoint a replacement to serve until the next Annual General Meeting.
11. The Executive Committee shall appoint one of its members to be Vice-Chairman, who is empowered to act for the Chairman in the event of the Chairman's absence.

Executive Committee

12. The Executive Committee consists of:
 - i) the three elected Officers of the Association; and
 - ii) up to three Members elected at an Annual General Meeting;
 - iii) up to three other Members who may be co-opted by the Executive Committee at any time, who will serve until the next Annual General Meeting.A quorum for Executive Committee meetings is three Members elected at a General Meeting, of whom one must be an Officer.
13. Minutes of Executive Committee meetings must be taken and made available to all members of the Association.
14. The Executive Committee has the following powers and responsibilities:
 - i) supervision and direction of the day to day running of the Association;
 - ii) preparation and presentation to the Annual General Meeting of a written annual report on the Association and its activities (annexing the annual accounts and the Treasurer's financial report); and
 - iii) appointment of sub-committees, whose membership must include at least one member of the Executive Committee, to which it may delegate powers and duties on such terms as the Executive Committee thinks fit.

Financial matters

15. The Association financial year runs to 31 December. An income and expenditure account must be made for that year and the balance sheet struck at that date.
16. Disbursement of funds shall be subject to the following controls:
 - i) only elected members of the Executive may authorise expenditure of the Association's funds;
 - ii) two signatories, neither of whom may be the recipient, are required to approve disbursement of any of the Association's funds or disposal of other assets.
17. A Member who is not to be elected or co-opted to the Executive Committee shall be elected at the Annual General Meeting as Examiner for a one year term and will examine the annual accounts.

Membership subscriptions and renewals

18. A membership subscription for each class is payable for each calendar year and must be paid by 30 June in that year (the "Subscription Date") as follows:
 - i) Ordinary Members - £10
 - ii) Sponsors - £25
 - iii) General Members - £25.
19. Membership is automatically continued each year unless:
 - i) the Member resigns on or before the Subscription Date , in which case the Member is under no obligation to pay any part of the subscription for that year; or
 - ii) the subscription due remains unpaid by the Subscription Date.
20. The subscription paid for a new Member joining after the Subscription Date will be treated as a subscription for both the rest of that calendar year and the following year.
21. The future level of subscription may be changed by a resolution at the Annual General Meeting.
22. Annual General Meeting: An annual general meeting of ail members should be held before the end of March each year and called by the Secretary on 14 days' written notice to the members stating the date, time and place of the meeting, and the business to be conducted. The business will include:
 - i) presentation and summary explanation by the Treasurer of the Association's annual accounts for the financial year last ended;
 - ii) consideration of the Executive Committee's annual report;
 - iii) election of Officers, members of the Executive Committee and Examiner; and
 - iv) such resolutions as are stated in the notice of the meeting.

- 23.** Special General Meeting: At any time the Executive Committee or any three Members may by a joint written notice request the Secretary to call a meeting of Members and the Secretary must then call a Special General Meeting on no less than 21 days written notice to all Members stating the date, time and place of the meeting, and the business to be conducted.
- 24.** The quorum for the Annual General Meeting and any Special General Meeting is five Members excluding members of the Committee. Notwithstanding the provisions of Clause 18, a Member who has not paid the subscription due shall not be counted towards the quorum and will not be permitted to vote. The Chairman may adjourn any meeting to a later date, giving his reasons.

Constitution and Winding up

- 25.** In the event of any question arising where the interpretation of this Constitution is in doubt or where it is silent, the Executive Committee shall have the power to act according to its own interpretation and at its discretion.
- 26.** Other than as may be required by law, amendments to this Constitution may only be made by a majority representing two-thirds of the members present and voting at a quorate General Meeting. No amendment shall be made which would have the effect of making the charity cease to be a charity at law.
- 27.** On the winding-up of the Association any surplus monies shall be distributed by transfer to any charity or charities for purposes similar to the Objects.

Signed by the first members of the Association as follows:

Roger Green
for Campaign for an Ealing Performance Arts Centre

Jan Zajaczkowski
for Central Ealing Residents Association

Tony Miller
for Central Ealing Neighbourhood Forum

Gill Rowley
for Ealing Arts & Leisure

Robert Gurd
for Ealing Civic Society

Will French
for Save Ealing's Centre

Eric Leach
for West Ealing Neighbours

Handwritten signatures of the seven members listed on the left, each on a dotted line.