

LEA BAILEY LIGHT RAILWAY SOCIETY

Draft Constitution February 2014

1.Name

The name of the Society shall be "The Lea Bailey Light Railway Society" hereinafter referred to as the Society.

2. Mission Statement

To install and operate, in stages, a two foot gauge railway between the former Lea Bailey Gold Mine and Drybrook on the trackbed of the former Mitcheldean Road and Forest of Dean Junction Railway.

3.Objects

The objects of the society shall be to build, operate and maintain a narrow gauge railway based at the site of the gold mine at Lea Bailey extending along the old railway trackbed subject to permission being granted by the relevant authorities. As far as practicable the railway will be operated with ex-mining locos and rolling stock in ex-mines condition.

4. Membership

4.1 Membership of the Society shall be open to any person interested in furthering the objects of the society, and who has paid the annual subscription at the appropriate rate as shall be determined by the Committee, all subscriptions being payable in advance.

4.2 No individual shall be excluded from membership of the Society or de-barred from any official capacity on the Committee on the grounds of sex, race, colour, age, religion, sexual orientation, disability or political affiliation.

4.3 Every Member shall have one vote at General Meetings of the Society.

5. Officers and Committee

5.1 The management of the Society shall be in the hands of a Committee consisting of a Chairman, Treasurer and Secretary who shall be Officers of the Society and such other Committee Members as shall from time to time be determined.

5.2 The Officers and the other Committee Members shall be elected by and out of the Society's members at the Annual General Meeting. They shall hold office until the next Annual General Meeting and be eligible for re-election.

6. Powers

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

- power to raise funds and to invite contributions provided that in raising funds the Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use;
- power subject to any consents required by law to borrow money and to charge all or part of the property of the Society with repayment of the money so borrowed;

- power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
- power to do all such other lawful things as are necessary for the achievement of the objects.
- power to appoint and constitute such advisory committees as the Committee may think fit;
- power to terminate the membership of any individual, provided that the decision of the Committee (with the exception of (i) the individual concerned if a member of the Committee and (ii) any member of the Committee making or connected with the complaint against the individual) is unanimous both as to the termination and as to there being good reason for it, and provided that the individual concerned shall have the right to be heard by the Committee, accompanied by a friend if desired, before a final decision is made.
- power to appoint one or more sub-committees, consisting of three or more members of the committee, for the purpose of making any enquiry or supervising or performing any function or duty which, in the opinion of the committee, would be more conveniently undertaken or carried out by a sub-committee, provided that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the committee.
- power to Co-opt additional committee members

7. Meetings and Proceedings of the Committee

7.1 The Committee shall hold at least 2 meetings each year. A meeting may be called at any time by the Chairman, or by any 2 members of the committee, upon not less than 14 days' notice being given to the other members of the committee of the matters to be discussed.

7.2 The Chairman shall act as chairman at meetings of the committee. If the Chairman is absent from any meeting, the members of the committee present shall choose one of their number to be chairman before any other business is transacted.

7.3 There shall be a quorum when at least 3 members; one of whom shall be an Officer of the Society, are present at a meeting.

7.4 Every matter shall be determined by a majority of votes of the members of the 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.

7.5 The committee shall keep minutes of the proceedings at meetings of the committee and any sub-committee, and shall ensure that these are stored safely, and that they are available for inspection as required by any member of the Society.

8. Communications

The Committee shall communicate with members either by mail or by electronic means. Members shall choose the preferred method of communication when joining or renewing membership of the society

9. Finance

9.1 The financial year shall end on 31st March.

9.2 A banking account shall be maintained in the name of the Society. Cheques shall be signed by any two of the officers of the Society.

9.3 The income and property of the Society whencesoever derived shall be applied solely towards promoting the objects of the Society as set forth above and no portion thereof shall be paid or transferred either directly or indirectly to any member or members of the Society except in payment of legitimate expenses incurred on behalf of the Society.

9.4 The Treasurer shall prepare financial accounts at the end o each financial year which shall be audited or examined to the extent required by legislation or, if there is no such requirement, scrutinized by a person who is independent of the Committee. The auditor shall be appointed annually in advance at the Annual General Meeting.

10. Annual General Meeting

10.1 An Annual General Meeting shall be held in April each year.

10.2 At least 21 days' notice shall be given to all members.

10.3 The secretary or other person specially appointed by the committee shall keep a full record of proceedings at every meeting of the committee.

10.4 The committee shall present to each AGM the report and accounts of the Society for the preceding year.

10.5 Nominations for election to the committee must be made by members of the society in writing and must be in the hands of the secretary of the committee at least 14 days before the AGM. Should nominations exceed vacancies, an election shall be held and shall be decided by a simple majority but in the case of equality of votes, the chairman of the meeting shall have a second or 'casting' vote.

11. Extraordinary General Meeting

An Extraordinary General Meeting may be called for by the Committee or upon written request to the Secretary signed by at least 5 members of the Society. At least 21 days' notice in writing must be given to members and shall state the business to be discussed.

12. Procedure at General Meetings

12.1 The secretary or other person specially appointed by the committee shall keep a full record of proceedings at every general meeting of the society.

12.2 There shall be a quorum when at least 10% of the members of the society at the time or 10 members, whichever is the greater, are present at any general meeting.

13. Alterations to the Constitution

The constitution may be altered only by agreement of a two-thirds majority of the members present and voting at any General Meeting, provided that 21 days notice of the proposed alteration has been sent to all members.

14. Dissolution

In the event of the Society being wound up, any assets remaining upon dissolution after the payment of proper debts and liabilities shall be transferred to a charitable institution or institutions having similar objects to those of the Society.