

# Shores of South Devon

(A Voluntary Association)

## Constitution

Formally adopted at the Steering Group Meeting on 9th March 2020

### 1. Name

The name of the organisation is Shores of South Devon (referred to as SOSD)

### 2. Aims

The aim of SOSD is to champion the south Devon marine and coastal environment by :-

- a. promoting knowledge, understanding and enjoyment of the natural and cultural history of south Devon's coastal and marine environments
- b. undertaking associated educational, research and other relevant activities
- c. working with other organisations to achieve the above

### 3. Powers

The steering group as defined in section 5 below shall guide and control the activities of the association in a safe and lawful manner to ensure the achievement of the stated aims.

### 4. Membership

Membership shall be open to all who are interested in furthering the work of SOSD, regardless of gender, ethnicity, religious or political persuasion.

### 5. The Steering group

The steering group shall comprise no fewer than 5 and no more than 10 members, appointed or elected at the Annual General Meeting, including the offices of Chair, Deputy chair (or 2 co-Chairs) and Treasurer, and such other specific roles as agreed by the steering group as required. Steering group members must be signed up members of SOSD.

### 6. Appointment and retirement of steering group members

All steering group members shall retire at the AGM, but they may be nominated and re-elected without limit.

### 7. Committee Members' interests

Members of the steering group shall undertake not to receive any payment (over and above the reimbursement of out-of-pocket expenses) or have an interest in any contract entered into by the steering group or have any interest in property belonging to SOSD.

## **8. Property**

The steering group shall cause the title to:

- (a) all land held by or in trust for SOSD which is not vested in the Official Custodian for Charities; and
- (b) all investments held by or on behalf of SOSD; to be vested either in a corporation entitled to act as custodian trustee or in not less than three individuals appointed by them as holding trustees.

Holding trustees may be removed by the steering group if required and shall act in accordance with the lawful directions of the steering group, but the holding trustees shall not be liable for the acts and defaults of its members.

## **9. Steering group meetings**

The steering group shall hold at least 4 meetings in each year. All steering group members shall be entitled to receive reasonable notice for all meetings.

There shall be a quorum when not less than 4 members are present at a meeting.

Decisions shall be determined by a simple majority of those present. If there is an equality of votes, the member chairing the meeting shall have the casting vote.

The steering group may appoint sub-committees to carry out any tasks which it thinks appropriate to do so, provided that all acts that are carried out by the subcommittees are reported fully to the steering group.

Minutes shall be kept of the proceedings of all steering group and sub-steering group meetings, and shall include the date of the meeting, the names of those present and a record of the decisions taken.

## **10. Annual General Meetings**

SOSD shall hold an Annual General Meeting in September of each year or as soon as possible afterwards.

At least 14 days notice will be given of Annual General Meetings. A quorum shall exist when a minimum of 5 steering group members and 5 ordinary members are present.

## **11. Special General Meetings**

The steering group may call a special general meeting of SOSD at any time and shall do so if requested to do so in writing by not fewer than 10 members of the organisation, stating the business to be considered.

At least 14 days notice of special general meetings shall be given to all SOSD members, stating the business to be discussed.

## **12. Finances and accounts**

SOSD shall operate a bank account in the name of “Shores of South Devon” and all SOSD income shall be paid into the account.

All cheques drawn on the bank account shall require the signatures of the treasurer and one of the two other nominated signatory Committee members.

The treasurer shall be responsible for maintaining records of income and expenditure and for preparing and presenting financial reports and annual statements of accounts.

## **13. Alterations to the Constitution.**

Subject to the restrictions listed below, the constitution may be adopted or 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.

## **14. Winding up SOSD**

SOSD may be dissolved by a resolution passed by a majority of not less than two thirds of those present and voting in favour at a properly convened general meeting of the members of SOSD.

The notice of the general meeting shall state the purpose of the meeting.

In the event that a resolution to dissolve SOSD is passed, any assets that remain after the settlement of all proper debts and liabilities, shall be transferred to a charity having aims similar to those of SOSD.

## **15. Arrangements until first Annual General Meeting**

Until the first annual general meeting takes place this constitution shall take effect as if references in it to the steering group are references to the people who attended the Steering Group meeting on 9th March 2020.

This constitution was adopted on the date mentioned above by the people whose names appear below.

Toby Sherwin (Co-chair)

Mike Puleston (Co-chair)

Robert Morgan (Treasurer)

Anne Gwynn

Peter Jonas