

CONSTITUTION AND RULES

1. The Chelsea Society shall be regulated by the Rules contained in this Constitution.

OBJECTS

2. The Objects of the Society shall be to preserve and improve the amenities of Chelsea particularly by:-
 - (a) stimulating interest in the history, character and traditions of Chelsea;
 - (b) encouraging good architecture, town planning and civic design, the planting and care of trees, and the conservation and proper maintenance of open spaces;
 - (c) seeking the abatement of nuisances;
 - (d) making representations to the proper authorities on these subjects.

MEMBERSHIP

3. Subject to the provisions of Rule 7, membership of the Society shall be open to all who are interested in furthering the Objects of the Society.

THE COUNCIL

4.
 - (1) There shall be a Council of the Society which shall be constituted in accordance with these Rules.
 - (2) The Society shall elect not more than twelve members of the Society to be members of the Council.
 - (3) The members of the Council so elected may co-opt not more than four further persons to be members of the Council.
 - (4) The Officers to be appointed under Rule 5 shall in addition be members of the Council.
 - (5) In the choice of persons for membership of the Council, regards shall be had, amongst other things, to the importance of including persons known to have expert knowledge and experience of matters relevant to the Objects of the Society.
 - (6) The Council shall be responsible for the day-to-day work of the Society, and shall have power to take any action on behalf of the Society which the Council thinks fit to take for the purpose of furthering the Objects of the Society and shall make and publish every year a Report of the activities of the Society during the previous year.
 - (7) The Council shall meet at least four times in each calendar year.
 - (8) A member of the Council who is absent from two successive meetings of the Council without explanation which the Council approves shall cease to be a member of the Council.
 - (9) Three of the elected members of the Council shall retire every second year, but may offer themselves for re-election by the Society.
 - (10) Retirement under the last preceding paragraph shall be in rotation according to seniority of election.
 - (11) Casual vacancies among the elected members may be filled as soon as practicable by election by the Society.
 - (12) One of the co-opted members shall retire every second year, but may be again co-opted.

OFFICERS

5.
 - (1) The Council shall appoint the following officers of the Society, namely:-
 - (a) a Chairman of the Council,
 - (b) a Vice-Chairman of the Council,
 - (c) an Honorary Secretary or Joint Honorary Secretaries,
 - (d) an Honorary Treasurer, and
 - (e) persons to fill such other posts as may be established by the Council.
 - (2) The terms of office of the Chairman and Vice-Chairman shall be three years and those of the other Officers five years from the date of appointment respectively. Provided nevertheless that the appointment of the Chairman shall be deemed to terminate immediately after the third Annual General Meeting after his appointment.
 - (3) The Officers shall be eligible for re-appointment to their respective offices.
 - (4) Nothing herein contained shall detract from the Officers' right to resign during their current term.
 - (5) By Resolution of a majority of its members the Council may rescind the appointment of an Officer during the term of office for reasons deemed substantial.

PRESIDENT AND VICE-PRESIDENTS

6.
 - (1) The Council may appoint a member of the Society to be President of the Society for a term of three years, and may re-appoint him for a further term of three years.
 - (2) The Council may appoint persons, who need not be members of the Society, to be Vice-Presidents.

SUBSCRIPTIONS*

7.
 - (1) The Council shall prescribe the amount of the subscriptions to be paid by members of the Society and the date on which they are due, and the period in respect of which they are payable.
 - (2) Membership of the Society shall lapse if the member's subscription is unpaid for six months after it is due, but may be restored by the Council.
 - (3) Members may pay more than the prescribed minimum, if they wish.
 - (4) Members may pay annual subscription by banker's order or by Direct Debit.
 - (5) The Society may participate in the direct debiting scheme as an originator for the purpose of collecting

subscriptions for any class of membership and/or any other amounts due to the Society. In furtherance of this objective, the Society may enter into an indemnity required by the Banks upon whom direct debits are to be originated. Such an indemnity may be executed on behalf of the Society by officials nominated in an appropriate resolution.

GENERAL MEETINGS

8. (1) In these Rules 'General Meeting' means a meeting of the Society open to all its members.
- (2) The Council shall arrange at least one General Meeting every year, to be called the Annual General Meeting, and may arrange as many other General Meetings, in these Rules referred to as Special General Meetings, as it may think fit. Notice of the date of such meetings shall be given not less than 35 days ahead.
- (3) General Meetings, the agenda for which shall be circulated not less than 21 days in advance of the meeting, shall take place at such times and places as the Council shall specify.
- (4) The President shall preside at any General Meeting at which he is present, and if he is not present the Chairman of the Council or some person nominated by the Chairman of the Council shall preside.
- (5) Any election to the Council shall be held at a General Meeting.
- (6) No person shall be eligible of the Council unless:-
 - (i) he or she has been proposed and seconded by other members of the Society, and has consented to serve, and,
 - (ii) the names of the three persons concerned and the fact of the consent have reached the Hon. Secretary in writing at least 28 days before the General Meeting.
- (7) If the Hon. Secretary duly receives more names for election than there are vacancies, he shall prepare voting papers for use at the General Meeting, and those persons who receive most votes shall be declared elected.
- (8) The agenda for the Annual General Meeting shall include:-
 - (a) receiving the Annual Report, and
 - (b) receiving the Annual Accounts.
- (9) At the Annual General Meeting any member of the Society may comment on any matter mentioned in the Report or Accounts, and may raise any matters not mentioned in the Report, if it is within the Objects of the Society.
- (10) The President or Chairman of the meeting may limit the duration of speeches.
- (11) Resolutions by members may be made only at the Annual General Meeting or at a Special Meeting as permitted under sub-section (12) of this Section of the Constitution. Any member who wishes to make a Resolution shall give notice of such Resolution by sending it to the Society to reach the Honorary Secretary at least 28 days before the date of the meeting. The Resolution, if seconded at the meeting by another member, will be put to the vote.
- (12) If any 20 members of the Society apply to the Council in writing for a Special Meeting of the Society, the Council shall consider the application, and may make it a condition of granting it that the expense should be defrayed by the applicants.

AMENDMENTS

9. (1) These Rules may be amended by a two-thirds majority of the members present and voting at an Annual or Special General Meeting, if a notice in writing of the proposed amendment has reached the Hon. Secretary at least 28 days before such a Meeting. 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.
- (2) The Hon. Secretary shall send notices of any such amendment to the members of the Society 21 days before the General Meeting.

WINDING-UP

10. (1) The winding-up of the Society shall be subject to a Resolution proposed by the Council and approved by a two-thirds majority present at a Special General Meeting.
- (2) In the event of the winding-up of the Society the available funds of the Society shall be transferred to such one or more charitable institutions having objects reasonably similar to those herein before declared as shall be chosen by the Council of the Society and approved by the Meeting of the Society

* The current rate is £15 annually payable on the 1st January. The annual husband-and-wife rate is £20.