1. **Name**

   The name of the group shall be Langley Hub (hereinafter referred to as "The Association")

2. **Aims and objects**

   The Aim and objects of the Association are:

   a. To generate awareness of and interest in the local community
   b. To support local community activities at the discretion of the Committee
   c. To develop communication opportunities for residents and local businesses
   d. To work in cooperation with existing village residents and public bodies, to sustain and improve the amenities, facilities, and environment of Langley.

   The Association shall be non-political and non-sectarian.

3. **Powers of the Association**

   The Association shall have the following powers:

   a. To raise funds and apply for, invite, obtain, collect and receive contributions, grants, subscriptions, fees and loans
   b. To engage contractors or pay any agent to assist in the achievement of the aims of the Association. The Association will not directly employ staff in any capacity.
   c. To hire, rent, lease and own property and equipment necessary to achieve the aims.
   d. To affiliate to any local or national group or association that the Management Committee decides is appropriate and disaffiliate from any group or organisation if continued affiliation be, in the Management Committee's view, against the interests of the Association.
   e. To do all such other lawful things as are necessary to achieve the above aims or any of them.

4. **Membership**

   Membership of the Association shall be free of charge and open to:

   a. All residents of Langley who are aged 18 years and over
   b. Other persons with an interest or involvement in the community affairs of Langley Village, at the discretion of the Committee.
   c. Those eligible for membership can become Registered Members by returning a completed registration to the secretary, including their contact details.
   d. Membership of the Association implies acceptance of this constitution and any amendments that may be passed at General Meetings.
   e. Registered Members may attend and vote at the Annual General Meeting and shall be eligible for election to the Committee.
   f. Records of membership held electronically for the purposes of operating and administering the Association shall not be used for any other purpose.
   g. Those eligible for membership who do not wish to be involved or to receive communication from the Association, can opt out by informing the secretary.
   h. The Committee may terminate the membership of any member acting outside the aims and objectives of the Association or bringing the Association into disrepute. The member concerned shall have the right to be heard by the Committee before a final decision is made.

5. General Meetings

The Annual General Meeting (AGM)

The Annual General Meeting of the Association shall be held once a year. This shall be held during mid-year or not more than fifteen months after the preceding AGM.

At least 21 days' notice shall be provided.

Nominations for election to the Committee shall be made at least 14 days before the AGM by informing the Secretary. Nominations must be supported by a seconder and the consent of the proposed nominee.

If the number of nominations exceeds the number of vacancies, a ballot shall take place in a manner determined at the AGM. The business to be transacted at the Annual General Meeting:

a. To accept resignations from the Committee.
b. To elect members to serve on the Committee.
c. To receive the Annual Report from the Committee.
d. To receive the Annual Accounts.
e. The appointment of an independent examiner/auditor (if necessary) at a Special General Meetings (SGM).

A Special General Meeting may be arranged for a defined purpose at the instigation of the Committee or on receipt by the secretary, of an application in writing signed by at least 10 Registered Members, stating the reason for the meeting. The costs of such a meeting will be borne by those requesting it.
The date of the meeting shall be determined by the Committee within 14 days of receiving the application and notification of the SGM will be given by email and on the Parish notice board not less than 28 days prior to the SGM. Motions raised at an SGM shall be approved where there is a two-thirds majority.

Open meetings:

The Committee will, when considered appropriate, call for an informal open meeting for the purposes of consulting with members and informing them of matters relevant to the Association.

Conduct of all General Meetings (including AGM) The meeting shall be chaired by the current Chair or a designated stand-in member.

A quorum for a General Meeting shall be one fifth of the membership or eight members, whichever is the greater. If a quorum is not reached, the meeting shall be reconvened, and members informed of the new date and venue. The quorum at a reconvened meeting shall be those present.

At all General Meetings, each member will have one vote and voting shall be by show of hands. Motions raised at an AGM or SGM shall be approved where there is a two-thirds majority.

6. Management Committee

a. A committee consisting of up to eight members shall be elected at the AGM to manage the affairs of the Association.

b. The positions of Chair, Treasurer and Secretary shall be appointed by the Committee members at the first Committee meeting following the AGM and hereinafter called the officers.

c. The Committee members shall serve for a term of up to four years following their election and are eligible for re-election.

d. The Committee may fill any casual vacancy on the Management Committee, including vacancies among the Officers and any person appointed shall serve until the conclusion of the next Annual General Meeting.

e. The Committee may co-opt up to three persons on to the Committee and they shall have full voting rights. They shall serve until the end of the next AGM.

f. The Committee shall meet a minimum of three times per year and notice will be given at least 21 days of the Committee meetings.

g. Four Committee members, of whom one must be an Officer, shall form a quorum. Decisions shall be by simple majority and the Chair shall have a casting vote i.e. in the event of a tie.

h. The Committee may establish such sub-committees as it feels necessary, but such sub-committees shall not enter into legal or financial agreements without the prior authority of the Committee.

i. The Committee shall have collective responsibility for the overall direction and supervision of the Association's affairs and be empowered to undertake fund raising and to authorise expenditure of the Association's funds for expenses solely related to the Association's aims.

j. Any Committee member who is absent from three consecutive committee meetings will be deemed to have resigned, unless this is due to exceptional circumstances i.e. serious illness, of which the Chair should be advised and has the final decision.

The Chair shall:

- Ensure the Association is properly conducted according to the constitution.
- Chair or delegate the conduct of meetings.

The Secretary shall:

- Give due notice of dates, times and venues of all meetings.
- Keep minutes of meetings and record of attendance.
- Keep records of correspondence received and sent.
- Make available the Constitution and any amendments agreed to it.

The Treasurer shall:

- Account for and deposit with the Association's bank account all monies received.
- Sign cheques drawn on the account for approved expenditure along with another approved signatory.
- Keep proper accounts at all times and retain all relevant vouchers, documents and books.
- Produce management accounts for committee meetings and an annual statement of the accounts for the year end (31st December annually).
- Arrange for the accounts to be independently inspected or audited if appropriate.

7. Funds and Finance

a. The Treasurer shall produce an annual statement of the accounts and shall retain all relevant vouchers, documents and books.

b. All funds shall be spent solely on the aims of the Association.

c. A bank account shall be opened in the name of Langley Hub.
d. The accounts will be accessible to two of the core Committee members, who will be responsible for a regular check of the account i.e. monthly.
e. The financial year shall run from 1st January to 31st December.
f. Regular financial reports on income and expenditure shall be provided to the Committee during the year and at least once per quarter.
g. All cheques shall be signed by two signatories authorised by the Committee, none of whom shall be related to or live at the same address.
h. No money will be paid out in the name of the group without a receipt being presented.

8. Amendments to the Constitution

The Constitution may be amended by a resolution approved by two-thirds of members attending an AGM or a SGM called for that purpose.

9. Dissolution

The Association may be dissolved by a resolution passed by no less than two-thirds of members present at an AGM or a SGM called for that purpose.

Any assets of the Association, after the satisfaction of all debts and liabilities shall be given or transferred to such other organisation or charity having aims similar to those of the Association as the Committee may determine.

10. Adoption of the Constitution

This Constitution was adopted by the Committee at the inaugural Committee Meeting of the Association held on ***05th June 2024. This document was*** formally updated & ratified at the first AGM of the Association held on ***16 / 07 / 2025.***

Chair: Christine Galpin ***Signature*** ***Date:*** 20/7/25.

Secretary: Mark Sellwood ***Signature*** ***Date:*** 20/7/25

Treasurer: ***Signature*** C M WRIDE ***Date:*** 20/7/25.