

MEMBERSHIP OF HEWISH & PUXTON VILLAGE HALL LIMITED

A The Company

The Company exists to maintain, manage and promote the Village Hall for the benefit of the inhabitants of the civil parish of Puxton and its surrounding area ("the area of benefit") without distinction of sex, sexual orientation, age, disability, nationality, race or political, religious or other opinions. It aims to provide facilities for recreation or other leisure time occupation for the residents of the area of benefit. It raises money for these purposes by hiring the hall and its facilities to organisations, groups and individuals for a diverse range of meetings and activities. It hopes the its activities will promote a sense of social wellbeing and community within the area of benefit.

The Company is controlled by its Members, who elect from among themselves a group of officers who act as its Board of Directors and are also the Trustees of the Company as a registered charity. The Board is responsible to the Members for the strategic and the day-to-day running of the Company. The Founding Directors are those who were the Trustees of the Hall Committee when the Company came into existence with its purchase of the Hall freehold in 2018, together with the Committee's chief fundraiser.

To further the aims of the Company and, ergo, of those within the area of benefit, the Company needs to attract Members. Membership is open to anyone residing, or any organisation located within the area of benefit who is, or who's Representative Members are, the age of eighteen years or over. Members have voting rights at General Meetings. As membership becomes established, we hope to introduce Junior Members, who will not have voting rights, but will be able to contribute via the Members, and ultimately inherit future responsibility for the Company and its management of the Hall.

To become a Member, please print out and fill in the form (attached as page 3) and return it by e-mail, or by post, to the appropriate address as indicated on the form.

B Membership

Bi General

1. There are no classes of membership.
2. The subscribers to the memorandum are the first members of the charity. These members are Christine Richardson, Sue Popperwell, Lynda Redding, Richard Woolmington, David Hares, Pauline Pearce, Sharen Hucker, Donald Hill.
3. Additional Membership is open to any person aged, eighteen years or over, residing within the Civil Parish of Puxton or its surrounding area - "the area of benefit".
4. Membership is also open to any person actively involved as a member of one of the Hall's Regular User Groups (defined a Group who book the Hall on a regular long term basis).
5. Regular user Groups may appoint one representative member to reflect and further their organisation's specific interests.
6. Membership decisions are the responsibility of the Directors. No application for membership will be unreasonably refused.
7. Membership is not transferable.
8. The directors must keep a register of names and addresses of the members.

Bi Membership Costs

There is no charge made for Membership.

Biii Liability of members

The liability of the members is limited to a sum not exceeding £10, being the amount that each member undertakes to contribute to the assets of the charity in the event of its being wound up. This commitment lasts for the duration of membership and for one year afterwards.

Biv Benefits of Membership

In a company limited by guarantee, such as Hewish & Puxton Village Hall Limited, there are no shareholders, but the company must have one or more members.

Subject to any special provisions in the company's Articles of Association, the members will be entitled to attend general meetings and vote. That means they can appoint and remove the Directors (the Directors are also the Trustees), and have ultimate control over the company.

As appointments to Directorships must come from within the Membership, the opportunity to gain such an appointment is one of the benefits of Membership.

Members meet at the Annual General Meeting and elect, from among themselves, a Board of Directors (who thus also become Trustees) to manage the Company on their behalf under the framework of the Company's Articles of Association.

A wide and vigorous Membership will be a key element of the Hall's operating dynamic.

Bv Termination of membership

Membership is terminated if:

If the member dies.

If Hewish and Puxton Village Hall Limited ceases to exist.

The member resigns by written notice to the charity unless, after the resignation, there would be less than two members;

Any sum due from the member to the charity is not paid in full within six months of it falling due;

The member is removed from membership by a resolution of the directors that it is in the best interests of the charity that his or her or its membership is terminated. A resolution to remove a member from membership may only be passed if: (a) the member has been given at least twenty-one days' notice in writing of the meeting of the directors at which the resolution will be proposed and the reasons why it is to be proposed; (b) the member or, at the option of the member, the member's representative (who need not be a member of the charity) has been allowed to make representations to the meeting.

C General Meetings *(These meetings are separate from Meetings of Directors)*

Meetings of Members will be called General Meetings and will normally be Chaired by the Chair of the Company.

Of these General Meetings, one will be the Annual General Meeting.

Each Member, or their proxy, will have the right to a single vote at General Meetings and the Annual General Meeting.

The charity must hold its first annual general meeting within eighteen months after the date of its incorporation.

An annual general meeting must be held in each subsequent year and not more than fifteen months may elapse between successive annual general meetings.

The directors may call a general meeting at any time.

Notice of general meetings

The minimum periods of notice required to hold a general meeting of the charity are:

twenty-one clear days for an annual general meeting or a general meeting called for the passing of a special resolution;

fourteen clear days for all other general meetings.

A general meeting may be called by shorter notice if it is so agreed by a majority in number of members having a right to attend and vote at the meeting, being a majority who together hold not less than 90 per cent of the total voting rights.

The notice must specify the date time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an annual general meeting, the notice must say so. The notice must also contain a statement setting out the right of members to appoint a proxy under section 324 of the Companies Act 2006 and article 22.

The notice must be given to all the members and to the directors and auditors.

The proceedings at a meeting shall not be invalidated because a person who was entitled to receive notice of the meeting did not receive it because of an accidental omission by the Company.

Proceedings at general meetings

No business shall be transacted at any general meeting unless a quorum is present within half an hour from the time appointed for the meeting; or if, during a meeting, a quorum ceases to be present. Full details of these matters, and of Proxies, Written Resolutions and Voting are contained within the Company's Articles of Association.

HEWISH & PUXTON VILLAGE HALL LTD

MEMBERSHIP APPLICATION FORM

Please complete the form below and send it, by post or e-mail, to:

The Secretary, Hewish & Puxton Village Hall Ltd

Address: Chestnut Court, Puxton Lane, Puxton, North Somerset BS24 6TF

Email: hhutchings@hotmail.co.uk

APPLICATION TO JOIN AS A MEMBER

Name:

Address:

E-mail:

Landline:

Mobile:

I have read and understand the document "Membership of Hewish & Puxton Village Hall Ltd" and agree to abide by the rules and obligations of Membership set out therein.

If my application for Membership is approved by the Board, my name will be added to the Hewish and Puxton Village Hall Ltd Register of Members.

Signed

Date

NOTE:

Although it is not always the case, the default as set out in the Membership document referred to above is that an application will be approved.

Your application will be acknowledged and will be put before the next meeting of the Board for approval.

You will then be informed of the Boards' decision and, hopefully, be welcomed as a Member!