Constitution (Draft)

Friends of Brandon Station

1. Name of the Organisation

Friends of Brandon Station. Referred to in this document as **FOBS**.

2. Aims/Objectives:

To play a key part in the restoration of the station buildings to provide commercial, community and commuter facilities.

3. Methods of Achieving Objectives:

a) To fund raise land lobby local authorities, Network Rail and Greater Anglia and businesses.
b) To organise community meetings.
c) To produce and disseminate information among the group's members and stakeholders.
d) To raise awareness of the group among other voluntary and statutory groups, so that new and existing initiatives and partnerships can be identified and to exchange information and advice with them.
e) The group shall have the power to raise funds by means of contributions, legacies, grants and fundraising, by lawful means.
f) To undertake training, as and when identified as a need.
g) All funds and property of the group shall be used solely to promote its objectives as set out in this constitution.

4. Area of Benefit:

The town of Brandon in Suffolk and the village of Weeting in Norfolk and the surrounding area, including commuters.

5. Powers:

Fundraise; attend training; charge for activities; facilitate events and workshops; and collaborate with other groups, partners. stakeholders, and organisations in order to carry out its objectives.

6. Application of Income and Property:

a) The income and property of Brandon Station buildings shall be applied solely towards the promotion of the objectives.
b) A Committee Member (Trustee) may pay out of, or be reimbursed from, the property of the group reasonable expenses properly incurred by him or her when acting on behalf of **FOBS.**
c) None of the income or property of **FOBS** may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member of the group. This does not prevent:

   i. A member who is not also a member of the Management Committee from receiving reasonable and proper remuneration for any goods or services supplied to the group.
   ii. A Management Committee member from buying goods or services from the group upon the same terms as other members or members of the public.

7. Accounts:

a) The Treasurer shall present to each ordinary meeting an up-to-date statement of the accounts.
b) The Treasurer shall prepare annual statements of accounts which shall be presented at the Annual General Meeting. The accounts will be independently examined.
c) Where funds are received by donation, grant, gift, bequest or otherwise for specifically defined purposes, such funds shall be held as restricted funds, as detailed in the grant award, and shall be used only for the purposes defined by the donor(s). They shall be reported in the accounts as restricted funds. Any unspent balance shall be returned to the donors or to their trustees, as detailed in the grant award, or otherwise used only as the donors or trustees require or permit. In the absence of such requirement or permission, after reasonable notice to the donor(s) or trustee(s), the Management Committee shall apply such funds to purposes as near as possible to those for which they were granted, including to pay any necessary expenses.

8. Membership

a) Membership of the group is open to anyone over the age of eighteen who lives, works, volunteers or is otherwise connected to Brandon in Suffolk or Weeting in Norfolk and the surrounding area.
b) The Management Committee will reply within 28 days, with a reason, if people are not accepted for membership.
c) Individuals may appeal to the whole committee, at a meeting convened for that purpose, if membership is turned down or revoked. The decision of the whole committee is final.

d) Membership may be revoked if a member is found to have brought the organisation into disrepute.
e) Anyone applying for membership must supply their name, position (if an organisation), address including postcode. E-mail address, and telephone number in order that the Secretary can ensure that they are notified of meetings and data can be kept for funding applications and voting purposes.
f) Everyone must abide by the group's Code of Conduct.
g) Each member will have one vote and be eligible to stand for election onto the committee.
h) FOBS will not discriminate on the grounds of gender, race, colour, ethnic or national origin, sexuality, disability, religious or political belief, marital status or age.

9. Management committee

Election of Officers

a) Any individual who is eligible for full membership may stand for election as a Management Committee member. They should inform the Secretary of their intention to stand for election, seven days prior to the AGM. If they are unable to attend the AGM, they may ask to be nominated by the membership through the Chair. Nominations from the floor will be allowed
b) There will be a minimum of 4 Management Committee members and a maximum of 8 Management Committee members. Each of these members will have one vote. In the event of a tie, the Chair will have a second casting vote.
c) All those standing for election should seek a proposer and seconder to nominate them as suitable candidates to undertake the tasks required.
d) All those standing for re-election may be proposed and seconded en bloc.
e) The quorum at General Meetings of the Association shall be twelve and at meetings of the Management Committee shall be three or such other numbers as the Committee may from time to time determine.
f) The Management Committee may invite other people to attend in an advisory capacity. They will not have a vote because they cannot share the responsibility of the committee.
g) The term of office of each committee member will be four years. They can be re-elected.

The Management Committee will elect, from their number:

A Chair:

- Who ensures meetings run smoothly, everyone has their say and decisions are made.
- Acts as a contact point for the organisation.
- Represents, or arranges for others to represent, the organisation.

A Secretary:

- Who informs everyone of meetings.
- Takes minutes or ensures that minutes are taken.
- Ensures records of membership are kept.
- Helps the Chair make sure paperwork is completed.

A Treasurer:

- Who oversees the funds of the group, that is, makes sure that it is being spent with the agreement of the Management Committee and makes regular reports to the Committee. The whole Committee is responsible for decisions on how the group meets its objectives, including how money is spent.
- Two authorised signatories are required on all cheque payments, decisions for electronic payments and transfers will be documented and confirmed by two bank signatories.

10. Disqualification and removal of Committee Members

A Management Committee Member shall cease to hold office if he or she:

a) Is disqualified from acting as a Trustee by virtue of section 72 of the Charities Act 1993 (undeclared bankruptcy, regardless of if you are declared or undischarged bankrupt; offences involving conviction for fraud or deception or removed from office by the Charity Commission or any statutory re-enactment or moderation of that provision.
b) Ceases to be a member of Friends of Brandon Station/**FOBS**.
c) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs.
d) Resigns as Committee Member by notice to the Secretary (but only if at least two Committee Members remain in office when the notice of resignation takes place.
e) Is absent without the permission of the Management Committee from all their meetings within a period of six consecutive months and the Management Committee resolve that his or her office be vacated.

11. Committee Meetings

a) The group will meet a minimum of four times per year.
b) At least three committee members must be present in order to make a decision, and this must include at least one officer (Chair, Secretary or Treasurer).
c) The Chairperson shall have the additional casting vote in the case of votes being equal.
d) If within fifteen minutes of the start of a meeting the Chair is not present, then those present will elect a Chair from their number for that meeting.

12. Working Groups

a) The Management Committee may nominate working groups to organise events, training or activities.
b) Each working group will be chaired by a member of the Management Committee, but not all members of the working group need be a member of the Management Committee.
c) The working group will remain responsible to the Management Committee and will provide a report of its work, through the Chair of the group, at Management Committee Meetings. If the Working Group Chair is unable to attend a Management Committee meeting, another member of the sub-group may attend to give a report.

13. General Meetings/Extraordinary meetings

a) All the members should be given at least 21 days' notice.
b) A General or Extraordinary Meeting must be advertised in at last four separate locations, a minimum of two in Weeting and two in Brandon.
c) A General or Extraordinary Meeting will be considered quorate if one tenth of the membership attend. If no quorum, then the meeting will be readvertised and held between 14-28 days later. This meeting will be considered quorate, irrespective of the number attending.
d) An Extraordinary General Meeting (EGM) can be held at the chair's discretion or by a written request to the chair of not less than 3 Members. The meeting shall be called within twenty-one days of such a request and appropriate measures taken to inform all members. An Extraordinary General Meeting should only consider the business specified in the request.

14. Annual General Meeting

An Annual General Meeting (AGM) of the group shall be held every year in the month of May, June or July. Members should be notified not less than 21 days before the meeting. An agenda will be circulated. At the Annual General Meeting, the Committee should:

- Provide members with a progress report.
- Tell members the current funding situation, including the current balance, where and how the money was obtained, and how it was, or will be, spent.
- Ask the membership to agree that money has been spent well and that they agree the money has been accurately accounted for.
- Thank founders that provide help 'in kind' and anyone else who has helped (including any retiring committee members).
- Recruit new members to the committee.
- Ask the membership to vote a new committee/re-elect committee members to carry out the objectives, at the end of the existing committee's term of office.
- Ask the members to approve the accounts.

15. Amendment of Constitution

The Constitution could be amended or changed at the AGM, or an EGM called for that purpose.

16. Dissolution (Closing down the group)

If the Management Committee decides that there is no further need for this group, or insufficient people can be found to take committee responsibilities, then an Extraordinary Meeting must be held to agree that the group may be closed (see Clause 13 for rules governing Extraordinary Meetings). Any money, equipment or other materials may be given to other group(s) which seek to promote similar objectives (subject to Clause 7 (c)). Those present at the Extraordinary Meeting will decide which group(s) this will be.

Arrangements until the first Annual General Meeting of FOBS in July 2026

Until the first Annual General Meeting takes place, this constitution shall take effect as the **FOBS** Terms of Reference.

Constitution adopted at the AGM 23rd July 2026

Signed …………………………………………………. Chairperson

Signed .... Treasurer

Signed .... Committee Member

DATE …………23rd July 2026……