

## Constitution and Rules

### 1. Name

The organisation shall be called The City Architecture Forum (herein “the Forum”)

### 2. Objects

The Forum was founded to respond to the call of the Prince of Wales for higher standards of architecture and is committed to the encouragement and promotion of high standards in modern buildings and the built environment including planning, the care of the environment, landscaping and the applied arts, with particular reference to the City of London and its environs bearing in mind its needs as a leading world financial centre and its position as an historic city.

The Forum, being broadly based as to the background and sympathies of its members and, recognising the wide variety of their views, refrains, as a matter of principle, from promoting or promulgating specific opinions or judgments of value on proposed or actual works of architecture and their setting, one of its function being, rather, to endeavor to provide opportunities for debate on such proposals.

### 3. Membership

The Forum shall comprise not more than one hundred and fifty ordinary members. Persons who, in the opinion of the Committee, are likely to contribute to the attainment of the objects of the Forum shall be eligible for membership.

### 4. Proposal and Admission of Ordinary members

(a) Every candidate for admission as an ordinary member shall be proposed by one member and seconded by another both of whom shall be in a position to vouch for the candidate’s suitability for membership.

(b) Admission of ordinary members shall be by resolution approved by the Committee. In considering such admissions, the Committee shall take into account the need to maintain balance within the Forum between the various groups concerned with building and the built environment which shall include the categories listed in the appendix to this document, provided that the Committee shall be empowered at its discretion to admit persons not belonging to any such category.

(c) Notice of admission shall be sent without delay to any newly-admitted ordinary member along with a request for a first subscription shall be due on demand.

### 5. Honorary Members

The Committee may appoint any persons, who it deems suitable, to be honorary members of the Forum. Such honorary members shall not be required to pay a subscription but shall be entitled to the privileges of membership save that they shall not be entitled to vote at general meetings of the Forum and shall not be eligible for election as officers or members of the Committee but shall, at the

discretion of the Officers and Committee be eligible for co-option to the Committee and subcommittees thereof.

## **6. Subscription**

The annual subscription payable by ordinary members shall be fixed by the Committee from time to time and shall be due and payable by members on 1<sup>st</sup> January of each year. A member failing without explanation, to pay his annual subscription within twenty eight days of the date of a notice in writing from the Secretary that he, the member, is in arrears shall, at the Committee's discretion, be deemed to have resigned his membership, but without prejudice to the Committee's right at its discretion to readmit him to membership.

## **7. Resignation and Withdrawal of Membership**

(a) Subject to the provisions of (b) thereof, a member may resign his membership of the Society by notice to that effect in writing to the Secretary at any time during the year. Such resignation shall take effect on 31<sup>st</sup> December next following the notice of resignation.

(b) If in the opinion of the Committee the interests of the Forum so require, it shall be the duty of the Committee to request the resignation of a member by notice in writing. In the event of his failing to respond to such a notice within twenty eight days of the date of such notice or of his refusing to resign the Committee shall by resolution declare that he is deemed to have resigned with effect from the date on which such resolution was approved.

## **8. The Committee**

Management of the Forum shall, except as expressly provided herein to the contrary, shall be delegated to a committee not exceeding twenty members who shall be elected at the Annual General Meeting. In addition, the Chairman, the Deputy Chairman, the Treasurer and the Secretary shall be members of the committee ex officio.

## **9. Election of the Committee**

(a) All elected members of the Committee shall be deemed to have retired at the commencement of the Annual General Meeting and shall be eligible for re-election. At the time of giving notice of the Annual General Meeting, the Secretary shall circulate the names of those members of the Committee who, being eligible, are willing to offer themselves for election to fill any vacancies on the Committee which may arise from retirement of Committee members not so offering themselves for re-election. Up to seven days before the date of the Annual General Meeting, any two members may by notice in writing to the Secretary nominate any member for election to the Committee.

(b) At the Annual General Meeting, the members may by resolution approve the re-election en bloc of all members so nominated provided that the number so nominated shall not exceed the number of places on the committee provided in the rules from time to time. In the event that the number so nominated shall exceed the number of places aforesaid, the members may by resolution either declare re-elected those Committee members who, having retired, offer themselves for re-election, and fill the remaining vacancies by ballot in which each member shall be

entitled to exercise, but need not do so, such number of votes shall equal the number of vacancies to be filled; or shall fill all vacancies on the Committee by ballot as aforesaid.

PROVIDED THAT in the event of an equality of votes between two or more candidates receiving the lowest number of votes compatible with election to the Committee on that occasion the Chairman shall have a second or casting vote.

#### **10. Committee casual vacancies**

The Committee shall have the power to appoint a member to fill any casual vacancy on the committee which occurs in the course of the year. Any member so appointed shall retire at the Annual General Meeting but shall be eligible for re-election.

#### **11. Officers**

(a) The Chairman, Deputy Chairman, and Treasurer shall be elected at the Annual General Meeting and shall hold office at the next Annual General Meeting at which time they shall be deemed to have retired and shall be eligible for re-election.

(b) The Committee may appoint a Secretary on such terms as shall be agreed. A Secretary so appointed may be removed by resolution of the Committee.

(c) An officer of the Society may be removed by a resolution supported by a majority of the members of Committee not being officers of the Forum provided that if the person removed so requests, the Secretary shall convene an extraordinary general meeting at due notice at which a resolution for the reinstatement of the officer in question shall be considered.

#### **12. Meetings of the Committee**

The Committee shall meet as often as may be necessary for the regulation of the affairs of the Forum. Such meetings shall be convened at due notice. Three members present throughout the meeting shall constitute quorum. Minutes of the proceedings of the Committee shall be prepared and distributed to committee members.

The Committee's decision on the interpretation of any disputed rule shall be final.

#### **13. Annual General Meeting**

(a) An Annual General Meeting shall be held at due notice on a date and at a time and venue determined by the Committee. Such date, time and venue shall be specified in the said notice which shall be sent to members not less than twenty working days prior to the meeting date specified in such notice.

(b) The business of the AGM shall include;

- (i) consideration by members of a resolution to approve the report of the committee and a financial statement for the preceding financial year;
- (ii) election of officers and committee as provided in clause 9(b) *supra*;
- (iii) election, or re-election, of auditors for the coming year;
- (iv) consideration of any resolution set out in the notice convening the meeting concerning amendments to the constitution and rules of the

Forum. Such resolution shall be approved by a majority of not less than two thirds of the votes of members present in person or by proxy;

- (v) consideration of any other business specified in the notice of meeting, which may include any draft resolution or other proposal by a member or members which shall be submitted to the Secretary not less than fourteen days before the meeting. An emergency resolution not so specified but which may, without discussion, be agreed by two-thirds of the members present in person or by proxy, for consideration shall be submitted to the meeting upon the conclusion of business specified in the notice of meeting.
- (c) The Chairman or in his absence, a member of the Society appointed by the Committee shall preside at the Annual General Meeting without prejudice to the provisions of (b) (iv) and (v) hereof, resolutions shall be determined by a simple majority of votes cast by members present in person or by proxy. In the event of an equality of votes the Chairman shall have a second or casting vote.
- (d) Members may appoint the Chairman of the meeting or any other member to be a proxy to vote on their behalf on any matter to be determined by a vote. Notification of such appointment shall be sent to the Secretary not later than forty eight hours before the meeting.
- (e) The quorum for the Annual General Meeting shall be ten members present in person or by proxy. In the event that such a quorum shall not be present within twenty minutes after the appointed time, the Annual General Meeting; shall stand adjourned and shall recommence at the next scheduled meeting of the Forum, at which time, notwithstanding the provisions of this sub-clause, the members present business shall constitute a quorum.

#### **14. Special General Meetings**

Subject to the provisions of 16 hereof, the Committee, as and when it shall think fit, may convene and at the request of not less than twenty members, by notice in writing signed by such members which shall specify the purpose of such meeting, shall convene a Special General Meeting by notice in the form specified for the Annual General Meeting in 13 (a) above and shall specify the business to be transacted. No other business shall be considered. The accidental omission to give notice of the meeting shall not invalidate any resolution passed at or any other proceedings of such a meeting.

The provisions of 13 (b) (iv), (c), (d) and of (e), but subject to the provisions of 16 hereof, shall apply equally to the conduct of a Special General Meeting.

#### **15. Audit**

(a) An auditor, who shall not be a member of the Forum, shall be appointed or re-appointed, as the case may be at each Annual General Meeting, provided that in the event of a vacancy occurring in office of auditor, the Committee shall be empowered to make an appointment.

(b) The auditor shall examine the annual accounts of the Forum and shall report appropriately to the members.

## **16. Dissolution of the Forum**

If at any general meeting, a resolution that the Forum should be dissolved shall be passed by a majority of members present in person or by proxy, it will be the duty of the Committee to convene, not less than six weeks from the date of the aforesaid general meeting, and at not less than four weeks notice, a Special General Meeting which shall be empowered to declare by a resolution approved by not less than two thirds of the members present in person or by proxy that the Forum be dissolved with effect from a date to be specified in the said resolution and that the Committee be empowered to realise the property of the Forum with effect from a date to be specified in the resolution.

PROVIDED THAT the quorum of such meeting shall be not less than half of the membership present in person or by proxy.

The Committee shall be authorised and directed by the terms of the said resolution to discharge all of the liabilities of the Forum and shall be authorised hereby to donate and transfer any surplus remaining after such discharge of liabilities to any society or organisation having similar aims or, if such disposal should prove for any reason unfeasible or inappropriate, shall donate and transfer the surplus to an appropriate registered charity.

## **Appendix to CAF Rules and Constitution**

### **Membership Categories**

The categories of persons forming the various groups to which reference is made in Rule 4 (b) are intended to include the following, namely;

architects; landscape architects; designers; surveyors; engineers; professional consultants; persons whose business or employment in the City of London leads to a interest in the objects set out in Rule 2 hereof; persons interested in conservation; other persons whose membership would, in the opinion of the Committee, be benefit for the Forum.