

# APPENDIX B

## Sample Constitution

### **ARTICLE 1 : NAME AND LEGAL STATUS**

The name of the organisation shall be The Friends of XXXXX (the “Group”)

The legal status of the Group is an unincorporated “not for profit” organisation where its Committee members are responsible for any contracts entered into.

\* (The name of the group should be simple and clear, and it should reflect your group's identity.)

The Group shall operate in the area(s) known as XXXXX (the “Park”)

(This clause should include all the areas of operation that the Group operates. For some this will be self explanatory by their name for others they may cover various sites. It is essential, however, that all areas are identified by name.)

### **ARTICLE 2 : AIMS AND OBJECTIVES**

The aims and objectives of the Group will be as follows:

To help with practical conservation through voluntary action for the benefit of wildlife and the community under the supervision of the London Borough of Bromley (LBB) and its professional officers.

To help to secure and promote the conservation and protection of the Park. To monitor its plants animals and wildlife habitats and maintain and improve its biodiversity.

To promote its use as a place for quiet, informal enjoyment, recreation and study.

To assist in providing an educational experience for the general public in the history, natural history and biodiversity of the Park.

With a view to maintaining a sound financial base and seeking other funding or donations to further activities which meet the above aims and objectives.

\* (This sets out the main purpose of your group (why it exists or what it hopes to achieve), who will benefit from your group, and where you will do it.) (the items above should edited/added to as necessary)

### **ARTICLE 3 : POWERS**

To further these aims and objectives the committee shall have the power to:

Obtain, collect and receive money or funds by way of contributions, donations, grants and any other lawful method towards the aims of the Group.

Associate with LBB, voluntary organisations and those with an interest in the Park in a common effort to carry out the aims of the Group.

Permit the Committee to enter into contractual arrangements.

To have its own bank account.

Do all such lawful things as will further the aims of the Group.

\* (This clause gives your group powers to do activities in order to reach your aims.)

## **ARTICLE 4 : MEMBERSHIP**

Membership will be open to anyone interested in promoting the aims of the Group. Applicants for membership shall normally become members upon submission of their application form.

Membership will be for one year from the date of the annual meeting. There will be one level of membership known as 'household' and this will be (free of any subscription)/(have an annual subscription of £nn per year) [delete as necessary]. If a member wishes to receive regular information about the work of the group a voluntary donation to cover costs would be appreciated. There will be no pre-set minimum amount for any voluntary donation. [You may wish to alter this clause depending on whether you have a compulsory membership fee or merely voluntary donations. Our recommendation is no compulsory fee but rather annual donations only. This means membership is open to all and this can be beneficial when making a grant application.]

Membership will entitle each individual in the household over the age of 16 the right to vote.

The continuation of free/fee paying [delete as necessary] subscription levels shall be determined and/or varied by the Management Committee and confirmed annually.

At its discretion the Management Committee may refuse to admit an applicant or to terminate the membership of any member provided that they give written reasons to the member. This may arise as it becomes apparent that a household does not share the Group's aims and objectives.

\* (All voluntary and community groups have a membership structure. In legal terms a member is a person who agrees to abide by the constitution in return for rights given in the constitution. The constitution should define who is eligible for membership, how membership is approved, membership subscriptions (if this is how you will operate.))

## **ARTICLE 5 : MANAGEMENT COMMITTEE**

A Management Committee elected annually at the Annual General Meeting shall manage the Group.

\* (Your group will need to set up a Management Committee to make decisions about the group. It is also necessary to have Annual General Meetings where the Management Committee is elected by the membership.)

The committee shall consist of a minimum of [3] and a maximum of [8] individuals and shall include a chair, secretary and treasurer. [These are suggested numbers]

\* (Unincorporated Associations have, as a minimum, a Chairman, Secretary and Treasurer who each have specific roles and responsibilities)

The committee may co-opt additional committee members during the year

All Committee members shall retire at each Annual General Meeting although may offer themselves for re-election.

The committee shall meet at least nn times each year. Representatives of the London Borough of Bromley shall be invited to attend committee meetings in an advisory capacity.

The Chairman will have a second and casting vote.

\*(You need to specify how often your Management Committee will meet each year. This will depend on the activities that you will undertake, and how often decisions will need to be made. However, a minimum number of 3 times a year (in addition to the AGM) would be advisable)

Two committee members or one third of the committee being present (whichever is the higher) shall enable the business of the Group to be carried out. (We have suggested a quorum although this can be changed)

A proper record of all transactions and meetings shall be kept.

\* (You will need to take proper records (minutes) of the meeting and keep these in a proper minute book. This task is generally the responsibility of the Secretary.)

No Committee members or members of the Group may be employed by the Group although out of pocket expenses may be reimbursed on production of appropriate receipts of other evidence of expenditure.

All Committee members must be members of the Group.

## **ARTICLE 6 : FINANCIAL ARRANGEMENTS**

Monies raised from voluntary donations, sale of goods, gifts, other sources or grants awarded to the Group shall be used for the express purposes of pursuing the aims and objectives of the Group.

The funds shall be paid into an account operated by the management committee. All cheques drawn on the account must be signed by at least two members of the Management Committee.

The Management Committee is empowered, to pursue or make applications for grants to secure funds to support the Group's planned activities and may take whatever steps are necessary to meet the requirements of the awarding bodies.

No persons representing the Group shall make or enter into any agreement with any persons or organisation that may incur a financial liability save for those purposes as agreed by the Management Committee as necessary to carry out the objectives of the Group.

A current record of all income, funding and expenditure will be kept and presented to members annually at the AGM.

\* (The constitution needs to lay down the basic procedures for handling accounts and state that funds raised will only be used for the group.)

## **ARTICLE 7 : EQUAL OPPORTUNITIES STATEMENT**

Any organisation is committed to equal opportunities and diversity. This commitment extends to our volunteers and we welcome everyone from our community as a volunteer.

We will not discriminate against our volunteers on the grounds of gender, sexual orientation, disability or impairment, age, race, creed, colour, nationality, ethnic or national origin, trade union activity, HIV or marital status, religion or belief or similar bases.

Furthermore, we value difference, and recognise the value that the different backgrounds, skills, outlooks and experiences of our volunteers bring to the Group.

\* (The constitution should explain its diversity principles.)

## ARTICLE 8 : GENERAL MEETINGS

An Annual General Meeting (AGM) shall be held within 15 months of the date of the adoption of this constitution and each year thereafter.

\* (It is standard practice for a group to have one formal meeting of all members each year. We have suggested 15 months after the constitution is adopted to give yourself plenty of time to start the work. But you can specify if you want this to be sooner.)

Notice of the AGM shall be given at least 21 days before the meeting and a report on the Group's financial position for the previous year will be made available at the same time.

\* (You will need to give members as much notice as possible about the AGM. By Notices we mean informing members about the meeting, when and where it will take place as well as the agenda items.)

The AGM agenda will include formal business as follows:

- Minutes of the previous AGM
- Chairman's report
- Treasurer's statement including, independently examined accounts (e.g. two ordinary members elected at the previous AGM)
- Election of Management Committee members for the following year. Nominations for Management Committee members shall be received by the Secretary before the published date of the AGM. Nominations shall be supported by two members and signed by the nominee indicating willingness to serve.
- Review of this constitution, as necessary

The activities of the Group shall be approved at the AGM.

Decisions needing a vote shall be decided by a simple majority of those members present, the Chairman having a second and casting vote.

Voting rights shall be restricted to members of the Group over the age of 16 years and each member shall have one vote.

An Extra-ordinary General Meeting (EGM) may be called at any time at the request of the committee. A notice explaining the place, date, time and reason shall be sent to all members at least three weeks beforehand.

\* (This clause sets out the rule about calling any member meetings other than the AGM. You can adapt this depending on your needs.)

A minimum of two committee members plus one tenth of the membership being present shall enable a General Meeting to take place.

\* (This sets out how many of the members must be present in order to hold any member meetings i.e. the quorum. This will depend on the number of members that you have but we have suggested a formula.)

Open General Meetings (i.e. meetings which may include members of the general public and not necessarily sole members of the Group) should be held every three to four months. These would include a general discussion on progress of the Group and how well it is meeting its aims and objectives.

**ARTICLE 9 : AMENDMENTS**

Amendments to the constitution can only be made at the AGM or EGM. Proposed amendments must be circulated at least 21 days before the Meeting at which they are to be considered, and must be approved by a majority of those members present.

**ARTICLE 10 : DISSOLUTION**

The Group may be dissolved by a resolution passed by a simple two-thirds majority of those present and voting at an Extra-ordinary General Meeting.

After the payment of all bills and other liabilities and the fulfilment of any requirements of any external bodies e.g. grant providers, the committee shall distribute any assets remaining to other group(s) or organisation(s) having aims similar to the Group or some other charitable purpose(s) as the Group may decide.

Under no circumstance should any assets of the Group be paid or shared out amongst members of the Group.

LBB and any body external funding organisation must be provided with accounts and other documentation as they require.

\* (Dissolution simply means what will happen if your group closes down (dissolves). This sets out how many people must be present in order to dissolve the group, and what will happen to any assets/resources that your group has if it dissolves.)

Signed ..... (Chair) ..... (Date)

Signed ..... (Secretary) ..... (Date)

Signed ..... (Treasurer) ..... (Date)

(The Management Committee needs to sign and date the constitution.)

\* (The parts in red are for information only, please remove from the final constitution. Please add headers and footers, as preferred. These could include page numbers, version, date, file reference etc.)