

Constitution of Friends of Stockwood Open Spaces

1. Name

The name of the Association is Friends of Stockwood Open Spaces

2. Objects

The objects of the Association are:

to promote the maintenance, protection, and enhancement of the informal public open spaces of Stockwood for the mutual benefit of both wildlife and people.

3. Powers

In pursuit of the above objectives, the Association may do any or all of the following:

- (1) apply for charitable status
- (2) raise funds to be used for furthering its aims
- (3) Provide a friendly and welcoming community focus for people interested in the preservation of the open spaces as community assets
- (4) Provide resources to raise interest in the open spaces and encourage community involvement in their maintenance, improvement, and enjoyment
- (5) Publicise the activities and concerns of the Association to local people
- (6) Research and collect information relevant to the wildlife and history of the open spaces
- (7) Liaise with Bristol City Council's Parks Department, the Avon Wildlife Trust, and others to ensure a high level of care for the open spaces of Stockwood and to have a positive input into how the sites are managed
- (8) Contribute to making the open spaces safe and inviting places to visit
- (9) Encourage more considerate behaviour and greater respect for the open spaces by the local community
- (10) To do anything else within the law which promotes or helps to promote the Objects

4. Membership

- 1) Membership will be open to all persons who are interested in promoting the Objects of the Association, and will be subject to payment of an annual membership fee to be set at the inaugural meeting or at a general meeting
 - a) **Full Membership:** is open to any person who shares the aims and objects of the Association. Those under 16 years of age will require parental consent, and should be accompanied by a parent. Full members have the right to attend and speak and vote at General Meetings, and can stand for election to the Management Committee.
 - b) **Day Membership** may be offered as appropriate, at no charge or at a nominal fee, to non-members who wish to take part in specific activities of the Association. Day Members under 16 years of age will require parental consent, and should be accompanied by a parent. Day membership will not confer any voting rights.
 - c) **Co-opted membership:** The Committee may co-opt further members from time to time who can attend in an advisory and non-voting capacity. Co-opted members may be individuals or

representatives of other groups, organisations and businesses.

- 2) the Committee may and for good reason terminate the membership of any individual if annual membership or other fees are unpaid after 3 months after the due date, or if the member acts in a way which is prejudicial to the Association or brings it into disrepute, provided that the individual concerned shall have the right to be heard by the Committee accompanied by a friend, who may also speak or make written representation before a final decision is made.
- 3) Every full member will be entitled to one vote at an AGM or General meeting
- 4) No member may claim to represent the Association or to be acting on its behalf without the express agreement of the Committee

5. General Meetings

General Meetings of members may be called by the Committee as they consider appropriate, and will include an Annual General Meeting and any Special General Meeting called for by the members, as below.

- 1) Annual General Meeting.
 - a) There shall be an Annual General Meeting of the Association, which shall be held in the month of September in each year or as soon as practicable thereafter, but not later than 15 months after the preceding AGM.
 - b) Every AGM shall be called by the Committee. The Secretary shall give at least 21 days notice of the AGM to all the members of the Association. All members shall be entitled to attend and vote at the meeting.
 - c) Accidental omission to give notice to any member shall not invalidate the proceedings of any AGM.
 - d) The Committee shall present to each AGM the report and accounts of the Association for the preceding year for approval.
- 2) The Committee shall seek approval for the appointment of the Examiner for the accounts.
- 3) A Special General Meeting may be called at any time by the Management Committee and must be called within 14 days after a written request to the Management Committee from at least 10 members.
- 4) At least ten days notice shall be given to all members of the group of all special or general meetings.

6. The Management Committee

- 1) The Committee will be elected by the membership at its Annual General Meeting
- 2) The Committee will consist of :
 - a) **Chairperson**, who will keep meetings fair, unbiased and on time.
 - b) **Treasurer**, who will be responsible for opening a bank account for the group, holding the cheque book, keeping receipts and a record of all income and expenditure of the group, and making a report to the Annual General Meeting.
 - c) **Secretary**, who will be responsible for other general administrative matters such as taking minutes.
 - d) **Vice-Chairperson**, deputy to the Chairperson
 - e) The Chairperson and Secretary will between them act as the main contacts and spokespeople

for the group. Before responding on any issue where the group is consulted or asked for its views they will consider views previously expressed by group members and carry out any further consultation that they consider reasonable in the time available.

- f) The Treasurer and Secretary will between them maintain an up to date list of Full Members and their contact details
 - g) In addition up to eight further members of the Association will be elected as committee members. These committee members will share the various tasks required to run the group with the three appointed officers. Each person's responsibility will be agreed with the Chairperson and other committee members and can be varied at any time.
 - h) The Chairperson will keep all members informed of each committee member's roles and responsibilities at meetings or through the newsletter.
- 2) The quorum for the Committee will be 5, and must include the Chairperson or Secretary .
 - 3) The Committee will have the authority to co-opt additional Committee members.
 - 4) At least 6 Committee meetings will be held each year.
 - 5) The Committee may from time to time prepare and publish
 - a) rules for the conduct of meetings and other business of the Association
 - b) a map showing the open spaces with which the Association is concerned
 - c) job descriptions for Committee membersto be annexed to this Constitution, but not form part of it.

7. Working Groups

- 1) The Management Committee may establish working groups, from time to time, for specific purposes.
- 2) A working group shall consist of at least 1 Management Committee member, up to 8 ordinary members and, if beneficial, up to 2 non members of the group.
- 3) The purpose of working groups shall be to aid and assist the work of the Management Committee in fulfilling the Aims of the Association
- 4) The actions and proceedings of such working groups shall be reported to the Management Committee regularly.
- 5) Working groups shall be subordinate to and may be regulated and dissolved by the Management Committee.

8. Financial Arrangements.

- 1) The funds of the Association, including all donations, contributions and bequests, shall be paid into an account operated by the Committee in the name of the Friends of Stockwood Open Spaces, at such Bank or Building Society as the Committee shall from time to time decide. All cheques drawn on the account must be signed by at least 2 committee members.
- 2) The funds belonging to the Association shall be applied only in furthering the objects.
- 3) No funds shall be transferred in any way to Committee members, providing that nothing herein shall prevent the payment in good faith of reasonable and proper out of pocket expenses incurred in the course of the Association's work.
- 4) All proper costs, charges and expenses incidental to the management of the Association may be defrayed from the funds of the Association

9. Obligations as a Charity

- 1) The Committee is empowered to apply for registration as a charity if it considers that would best advance the Objects of the Association.
- 2) In the event of registration, this constitution will be deemed to include all those obligations of proper management of the Association as may be required under the Charities Act 1993 (or any statutory re-enactment or modification of that Act)

10. Declaration of Interest

- 1) It shall be the duty of any member of the Association or Management Committee who is in any way directly interested financially or professionally in the activities of the Association to declare such interest and not use the group for any promotional or financial gain.

11. Changes to the Constitution

- 1) The constitution may be amended by a resolution passed by not less than two thirds majority of the members present and voting at a general meeting. Members must be given at least two weeks notice of the meeting. The notice of the general meeting must include notice of the resolution setting out the terms of the amendment proposed.
- 2) No amendment shall be made to clauses 1 (name), 2 (objects), 8 (financial arrangements), 10 (declaration of interests), 12 (dissolution) or 11 (this clause) without the unanimous agreement of all the membership of the Association and every member of the Management Committee.
- 3) No alteration(s) shall be made to this document that will destroy the not-for-profit nature of the Association.

12. Dissolution

The organisation can be dissolved by resolution of a general meeting with at least two thirds of the members in attendance in agreement to dissolve, Any such resolution must include provision for transfer of all the remaining property and funds to an organisation with the same or similar Objects.

ADOPTED AT A MEETING HELD

AT.....STOCKWOOD FREE CHURCH

ON.....16th February 2009

SIGNED

NAME.....Peter Goodwin

SIGNATURE.....

(name and signature of chair of meeting)

WITNESSED

NAME.....

ADDRESS.....

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SIGNATURE.....

(name, address and signature of witness)