

# SAMPLE CONSTITUTION

## CONSTITUTION OF [NAME OF FRIENDS GROUP]

### 1. Name

The name of the group shall be [Name] (Abbreviation).

### 2. Vision

To work in partnership with the London Borough of Bexley for the benefit of the public to protect and improve [name of park/area] as a heritage asset, place of ecological interest, and site of local natural beauty and recreational use, promoting conservation of its natural flora and fauna to ensure that all persons have the opportunity to benefit from the amenity of the [name of park/area].

### 3. Aims

- a) Work in partnership with the London Borough of Bexley (“LBB”) to encourage public interest in, and the conservation of [name of park/area].
- b) To protect the wildlife and its habitat within [name of park/area].
- c) To provide a focus for involvement by the public in the open space to volunteer and work with the LBB, in the conservation of [name of park/area] and its development as a public open space;
- d) To advance the public’s awareness of the open space by promoting [name of park/area], its plants, wildlife, landscape, sustainability and supporting appropriate recreational facilities for the benefit of community groups and the general public;
- e) To develop and deliver information, interpretive material and educational opportunities for [name of park/area]; and
- f) To raise funds for the purposes of achieving these aims.

### 4. Objectives

The main objectives of [Abbreviation of the name of group] are to:

- a) Promote the activities of [Abbreviation of the name of group] as a focus for involvement by residents, and visitors to the open space, in the improvement and maintenance of [name of park/area] and its development as a public open space that supports the community.
- b) Represent the aims of the [Abbreviation of the name of group] when communicating with the LBB, other interest groups and societies to achieve the [Abbreviation of the name of group] vision for [Name of Park/area].
- c) Carry out and promote environmental and recreational improvements and practical conservation measures.
- d) Educate, encourage and support residents and site visitors in environmental initiatives by working with statutory and other agencies to enhance the amenity of the [Name of park/area].
- e) Promote health and well-being of residents and visitors through encouragement of the use of [Name of park/area] as an amenity and recreational area.
- f) Work to safeguard residents and visitors in connection with the use of the park and prevent anti-social behaviour within it by working with the London Borough of Bexley, Metropolitan Police, schools, youth groups and other relevant authorities.
- g) Promote communications between the LBB, residents and visitors to support the use and enhancement of the Park.

### 5. Powers

- a) Organise meetings, training courses and events, including work parties.
- b) Raise funds and submit funding bids, invite and receive contributions, subscriptions, covenants,

donations, gifts and otherwise from the public or persons whatsoever in order to finance work in support of the [Abbreviation of the name of group]'s aims.

- c) Donate to the LBB such funds as are deemed appropriate for maintenance and improvement projects within [Name of Park/ area] as the Management Committee may determine to be in accordance with the [Abbreviation of the name of group]'s aims.
- d) Buy, hire, or legitimately borrow any equipment, tools, services, or other property required, for use in support of the [Abbreviation of the name of group]'s aims subject to health and safety requirements being adhered to for all users.
- e) Communicate through and make representations to appropriate authorities on any matters relating to the Group's aims.
- f) Publicise the [Abbreviation of the name of group] activities through the media and other contact with residents and visitors.
- g) Work with comparable groups and exchange information, advice and expertise with them.
- h) Carry out any other lawful activity which will, in the judgement of the Management Committee, further the aims and objectives of [Abbreviation of the name of group].

## 6. Membership

- a) The [Abbreviation of the name of group] shall be voluntary and totally self-supporting.
- b) Membership shall be open to anyone interested in taking part in the organisation and furthering its aims and is willing to abide by the rules of the [Abbreviation of the name of group] and pay the annual subscription set by the Management Committee.

A membership register will be kept and a copy sent to the LBB within one calendar month of the [Abbreviation of the name of group] Annual General Meeting.

- c) The Management Committee shall have the power to refuse, or withdraw, membership to, or from, any person found to be acting against the interests of [Abbreviation of the name of group] and the aims of the [Abbreviation of the name of group]. Provided that the individual member or representative of the member organisation (as the case may be) shall have the right to make representation to the Management Committee before the final decision is made.
- d) The [Abbreviation of the name of group] will be non-political.
- e) All [Abbreviation of the name of group] Members shall be bound by this constitution.
- f) Organisations, incorporated or not, that support the aims of the [Abbreviation of the name of group] may be admitted to membership and will be entitled to nominate one of its members for election to the Committee.
- g) A membership application can be made online, or by emailing or posting the application form.
- h) Every member shall have one vote at general meetings except where otherwise stated in this constitution.
- i) An annual subscription shall be paid by all members. The rate of the annual subscription for members and date due will be determined by the Management Committee. The Management Committee will have the authority to determine an alternative rate of annual subscription for individuals where deemed appropriate. Membership will terminate if the annual

subscription fee is not paid within two (2) months of the due date.

- j) Any member of the association may resign his/her membership by giving to the Secretary of the [Abbreviation of the name of group] written notice to that effect.
- k) The Management Committee may, by resolution passed at a meeting thereof, terminate or suspend the membership of any member, if in its opinion his/her conduct is prejudicial to the aims of the [Abbreviation of the name of group], PROVIDED THAT the individual member or representative of the member organisation (as the case may be) shall have the right to make representation to the Management Committee before the final decision is made.

## 7. Management

- a) The affairs, funds and assets of the [Abbreviation of the name of group] shall be managed and controlled by a Management Committee. Such officers on the Management Committee shall be appointed from the membership to conduct the administration of the organisation. These shall be a chairperson, treasurer and secretary and their deputies. These officers will be in charge and responsible for the day to day running of the organisation, but shall be answerable at meetings to members. Persons can be appointed to any other additional posts deemed necessary in accordance with the achievement of the aims.
- b) The Management Committee shall be accountable to all members at all times.
- c) Minutes will be kept of all meetings of the organisation and the secretary or nominated person shall enter a record of all proceedings and resolutions. A Copy of these minutes will be supplied to the LBB within 2 months.
- d) The officers and other general members of the Management Committee shall comprise of not less than three members at any one time, and shall be elected annually at the Annual General Meeting (AGM). The Management Committee shall have the power to co-opt up to three further [Abbreviation of the name of group] members from time to time.
- e) Three elected members of the Management Committee shall constitute a quorum for meetings of the Management Committee.
- f) The Management Committee shall hold regular meetings (at least two times per calendar year, to include one AGM) at which any matters concerning its policy and administration can be discussed. All members and a nominated LBB Officer shall be entitled to attend. These meetings will be fully publicised to all members of the [Abbreviation of the name of group] and to the LBB.
- g) All Management Committee members and the LBB shall be given at least fourteen (14) days' notice of any meeting, except in the event of an emergency meeting being required as agreed by all Officers.
- h) Voting at Management Committee meetings shall be by simple majority. Chair holds casting vote if required.
- i) Representatives from other organisations may be invited to the Committee meetings by the joint agreement of the Officers.
- j) Invited representatives may participate in the business of the meeting at the discretion of the Chairperson, but will not have the right to vote.
- k) Tasks and events should be appropriate to the aims of the [Abbreviation of the name of group] and in accordance with LBB byelaws with no exclusion to any part of the community.

- l) Where appropriate to the [Abbreviation of the name of group]'s aims, [Abbreviation of the name of group] may undertake, or support, related activities outside of [Name of Park/ area].
- m) The [Abbreviation of the name of group] shall work in close consultation with the LBB. It shall receive assistance from the LBB in the form of guidance and advice from LBB officers.
- n) As the officially endorsed Friends Group at [Name of Park/area] working in partnership with LBB to achieve its aims, neither the [Abbreviation of the name of group] or LBB shall impugn nor denigrate either's reputation or status, nor represent or speak on behalf of the other group or authority.
- o) The LBB has a statutory responsibility to all local residents as landlord for designated parks and open spaces. Therefore all publicity material, events and work of the [Abbreviation of the name of group], which concerns LBB land or property, must be agreed with the relevant LBB Officer on behalf of the LBB in advance.
- p) The election of [Abbreviation of the name of group] Management Committee officers shall be for a period of 24 months initially and shall take place at the first Annual General Meeting, and thereafter at 12 month intervals.
- q) Elections will be by majority vote at the Annual General Meeting. The Secretary will give notice of an election in writing, at least 14 days before the date of the meeting. Nominations may be submitted before or at the Annual General Meeting. Nominees are required to be at the Annual General Meeting unless written apologies received.
- r) The Management Committee may from time to time appoint sub-committees from amongst its members for any special purpose.
- s) Should an elected office bearer resign, or cease to be able to attend meetings for a period in excess of three calendar months, the vacancy may be filled at the next Management

Committee meeting. That interim arrangement being valid until the next AGM when approval for such appointment must be sought by election.

## 8. Annual General Meeting

- a) The [Abbreviation of the name of group] shall hold an Annual General Meeting (AGM) to agree its policies and administration. This will be held no later than 6 weeks after the date of the end financial year. All Members shall be entitled to attend and the meeting shall be publicised at least 14 days in advance. A record of the AGM shall be sent to all Members and LBB.
- b) A third of members shall constitute a quorum at the AGM.
- c) All motions shall be circulated to members not less than 14 days before the meeting.
- d) All voting at the meeting shall be by simple majority, with the Chair holding a casting vote if required.
- d) The normal business of the AGM shall be:
  - i) to receive reports from the Chairman and accounts from the Treasurer;
  - ii) to approve annual accounts;
  - iii) to acknowledge Management Committee members standing down after period of service;
  - iv) to elect Management Committee members subject to being proposed and seconded at the meeting;
  - v) to agree the annual subscription rates (if any);
  - vi) to consider proposals for amendments to the constitution; and
  - vii) to consider any motions arising.
- e) The [Abbreviation of the name of group] Secretary at the written request of no less than half of the members shall convene an Extraordinary General Meeting (EGM).

Agenda and motions shall be submitted to all members and LBB not less than 14 days before the meeting, and the meeting shall take place within 30 days of the request.

- f) The [Abbreviation of the name of group] may be dissolved by a vote of the members at the AGM or an EGM.
- g) Any matter not covered in the Constitution shall be dealt with by the Management Committee and reported to the next AGM or an EGM.

## 9. Finance

- a) Accounts shall be kept by the treasurer, submitted to an annual audit and approved at a members' meeting. Any Bank account in which any parts of the [Abbreviation of the name of group]'s funds are deposited shall be operated by the Management Committee and shall be held in the name of the [Abbreviation of the name of group]. All cheques and orders for the payment of money from such account shall be signed by at least two officers of the Management Committee, or their deputies.
- b) Any money obtained by the [Abbreviation of the name of group] shall be used only by the [Abbreviation of the name of group] in accordance with its aims.
- c) Accounts shall be audited and reported to the [Abbreviation of the name of group] and the LBB at the AGM. The financial year shall be end of March each year.
- d) There may be an annual subscription levied to help pay necessary expenses, to be fixed at a members' meeting at an appropriate rate. Any levy may be waived by agreement of the Management Committee. Subscription (if any) shall be renewable annually on at set date.

- e) The Management Committee shall ensure that expenditure of the [Abbreviation of the name of group] stays within the budget. The [Abbreviation of the name of group] shall not go into debt. The management Committee are liable for all debts.

## 10. Alteration of the Constitution

- a) Proposals for amendments to this constitution or dissolution (must be delivered to the Secretary in writing. The Secretary in conjunction with all other officers shall then decide on the date of a general meeting to discuss such proposals, giving at least four weeks (28 days) clear notice or postpone such discussion until the next AGM.
- b) Any changes to this constitution must be agreed by at least two thirds of those members present and voting at any general meeting and subsequently approved by LBB.

## 11. Dissolution

- a) The [Abbreviation of the name of group] may be wound up at any time if agreed by two thirds of those members present and voting at any general meeting or AGM Subject to the provisions of clause 10. Any assets shall be returned to their providers, if they require it, or shall be passed to another group or authority associated with [Name of Park/area] with similar aims.

## 12. Health and Safety

- a) The [Abbreviation of the name of group] shall be responsible for meeting its "Duty of Care" obligation to meet all relevant Health and Safety Law current at the time of any activity. The [Abbreviation of the name of group] shall

undertake health and safety risk assessments of all its activities before engaging in any activity. All participants shall be made aware of the necessary safeguards, training and measures necessary to carry out any activity in compliance with their “Duty of Care” to keep themselves and others safe. Members of [Abbreviation of the name of group] shall ensure none of their activities create a potential hazard to those visiting [Name of Park/area].

**13. Liability for claims**

a) The [Abbreviation of the name of group] shall hold public liability insurance to protect the [Abbreviation of the name of group] from any third party claims against the organisation or any of its members to a minimum amount of £5 million. Such cover will also be required to satisfy any indemnity the [Abbreviation of the name of group] may give to the LBB. Evidence of the existence of such insurance and subsequent annual renewals shall be provided to LBB as confirmation of compliance with the indemnity terms.

**14. Licence to carry out activities and works within [Name of Park/Area]**

a) The [Abbreviation of the name of group] shall enter into a Licence Agreement (“The Licence”) with LBB to confirm their right to carry out activities and works within [Name of Park/Area]. All provisions of the “The Licence” shall apply to the [Abbreviation of the name of group] and all its members. No activities or works shall be sanctioned by LBB in [Name of Park/Area] except in accordance with the “The Licence”.

**15. Adoption of the Constitution**

This constitution was adopted by the members present at the AGM held on:

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Signed:

.....(Chairperson)

.....(Secretary)

.....(Treasurer)

.....(Member)

.....(Member)