# FRIENDS OF MEADOW PARK – EAST LEAKE

# CONSTITUTION

**ADOPTED ON THE 14TH DAY OF NOVEMBER 2018**

**A** The name of the Association is **FRIENDS OF MEADOW PARK**

## B Administration

Subject to the matters set out below the association and its property shall be administered by the members of the executive committee, constituted by clause 'H' of this Constitution [The Executive Committee]

## C Objects

The Association's objects are to develop and enhance Meadow Park, East Leake, in conjunction with Rushcliffe Borough Council[Owners], East Leake Parish Council[Managers] or their successors and the associated Management Plan
1] As a place of recreation and enjoyment for the general public
2] As an educational resource for people of all ages
3] As a conservation area to benefit and increase the diversity of wildlife
4] As a small scale centre for recording and research
5] As an area for fresh air and exercise

## D Powers

In furtherance of the objects but not otherwise the Executive Committee may exercise the following powers:
1] Power to raise funds and to invite contributions provided that in raising funds the Executive Committee shall not undertake any substantial permanent trading activities and shall confirm to any relevant requirements of the law.
2] Power to co- operate with other organisations, voluntary bodies and statutory authorities in furtherance of the objects or of similar purposes and to exchange information and advice with them.
3] Power to establish or support any non – profit making trusts, associations or institutions formed for all or any of the objects.
4] Power to appoint and constitute such advisory committees as the Executive Committee may think fit.
5] Power to co – opt additional Executive Committee members, who shall hold office until the AGM following
6] Power to do all such other lawful things as are necessary for the achievement of the objects.

## E Membership

1] Individual Membership of the Association shall be open to any person over the age of sixteen interested in furthering the objects and who has paid the annual subscription laid down from time to time by the Executive Committee.
Family/household membership shall be open to parent[s] and children on payment of the appropriate membership subscription laid down from time to time by the executive committee .
2] Annual renewal payments for members will fall within the following criteria:
a] Members who have joined up to 31st July of a particular year will be requested to renew in January of the next year.
b] Members who have joined after the 31st of July of a particular year will be requested to renew in January of the year after next.
3] Every member shall have one vote.
4] The Executive Committee may by unanimous vote and for good, terminate the membership of any individual. The individual concerned shall have the right to be heard by the Executive Committee, accompanied by a friend, before the final decision is made.
5] Adoption of the new 'General Data Protection Regulations' - 'GDPR' , which were applied from May 25th 2018 , incorporating a Privacy Policy covering membership details.

## F Honorary Officers

At the Annual General Meeting of the Association, the members shall elect from amongst themselves a Chairperson, a Secretary and a Treasurer, who shall hold office from the conclusion of that meeting.

## G Executive Committee

1] The Executive Committee, shall consist of not less than 7 members and not more than 15 members being:
a] The Honorary Officers specified in the proceeding clause.
b] Not less than 4 members elected at the Annual General Meeting who shall hold office from the conclusion of that meeting.
c] Two nominated members [or substitutes] appointed as follows:

One to be nominated by Rushcliffe Borough Council.
One to be nominated by East Leake Parish Council, who will normally be the Chairperson of the Amenities Committee.

2] All the members of the Executive Committee shall retire from office together at the end of the AGM next after the date on which they came to office but they may be re-elected or re-appointed.
3] The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member
4] Nobody shall be appointed as a member of the Executive Committee who is aged under 16 or who would, if appointed be disqualified under the provisions of the following clause:
5]No person shall be entitled to act as a member of the Executive Committee whether on a first or on any subsequent entry into office until they have agreed to an acceptance and of a willingness to act in the best interests of the Association, and signed an undertaking to that effect. [With the exception of those representatives of the owners/managers of Meadow Park who would be exempt].
6] [a] The Executive Committee can co-opt Members between AGMs. Not having been elected, they are not eligible to vote.
[b] Co-opted Members can be proposed for election as voting Members at the following AGM.

## H Determination of Membership of the Executive Committee

A member of the Executive Committee shall cease to hold office if he or she:
1] Is disqualified from acting as a member of the Executive Committee by virtue of Section 72 of the Charities Act 1993 [or any statutory re-enactment or modification of that provision].
2] Is absent without good reason from all the meetings held within a period of six months and the Executive Committee resolve that his or her office be vacated.
3] Notifies the Executive Committee a wish to resign [but only if at least 3 members of the Executive Committee will remain in office when the notice of resignation is to take effect].

## I Commercial Interest of Executive Committee Members

No member of the Executive Committee shall have any commercial interest, direct or indirect, in property belonging to the Association [otherwise than as a trustee for the Association] or receive remuneration or be interested [otherwise than as a member of the Executive Committee] in any contract entered into by the Executive Committee.

## J Meetings and Proceedings of the Executive Committee

1] The Executive Committee shall hold at least five ordinary meetings each year. A special meeting may be called at any time by the chairperson or by any other two

members of the Executive Committee upon not less than 4 days notice being given to the other members of the Executive Committee of the matters to be discussed, but if the matters include an appointment of a co-opted member then not less than 21 days notice must be given.
2] The Chairperson shall act as Chairperson at meetings of the Executive Committee. If the Chairperson is absent from any meeting, the members of the Executive Committee present shall choose one of their number to be Chairperson of the meeting before any business is transacted.
3] There shall be a quorum when at least one third of the number of members of the Executive Committee for the time being or three members of the Executive Committee whichever is the greater, are present at the meeting.
4] Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question, but in the case of equality of voting then the Chairperson of the meeting shall have a second or casting vote.
5] The Executive Committee shall keep minutes, in paper or digital form, of the proceedings at meetings of the Executive Committee and any Sub - Committee.
6] The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule shall be made which is inconsistent with this constitution. New rules and alterations to existing rules must be recorded in the minutes of the meeting at which they were adopted.
7] The Executive Committee may appoint one or more sub-committees consisting of three or more members of the Executive Committee for the purpose of making an inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee, provided that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the Executive Committee.

## K Receipts and Expenditure

1] The funds of the Association, including all donations, contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of the Association at such a bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by any two from four members of the Executive Committee, which will include the Treasurer and three other members who are chosen from time to time and registered with the bank. Also any cheque drawn from the account to reimburse any member of the four designated signatories cannot be signed by that member.
2] The funds belonging to the Association shall be applied only in furthering the objects as set out in clause **'C'**.

## L Accounts

The Executive Committee shall:
1] Keep accounting records for the Association.
2] Prepare statements of account of the Association for the Committee meetings and Annual General Meeting, which shall be presented at the Committee meetings and the Annual General Meeting respectively.
3] Arrange for an Independent Inspection of the statements of account of the Association [which is at present the year ending: 31st October]
4] All receipts and invoices for this annual period shall be included for this Independent inspection.
5] Copies are to be sent to Rushcliffe Borough Council and East Leake Parish Council within four weeks of completion of the inspection

## M Annual Report

The Executive Committee shall produce an annual report to be presented to the Annual General Meeting. Copies are to be sent to Rushcliffe Borough Council and East Leake Parish Council.

## N Annual General Meeting

1] There shall be an Annual General Meeting of the Association which shall be held in the month of November each year or as soon as practicable thereafter.
2] Every Annual General Meeting shall be called by the Executive Committee. The secretary/publicity officer shall give at least 21 days notice of the Annual General Meeting to all members of the Association. All the members of the Association shall be entitled to attend and vote at the meeting.
3] The Chairperson shall Chair Annual General Meetings, but if he or she is not present, before any other business is transacted, the persons present shall appoint a Chairperson of the meeting.
4] The Executive Committee shall present to each Annual General Meeting reports of the activities and accounts for the preceding year.
5] Nominations [including self-nominations] for election to the Executive Committee must be made by members of the Association in writing and must be in the hands of the secretary of the Executive Committee at least 14 days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by ballot. Conversely, should vacancies exceed nominations, nominations from the floor will be accepted.

## O Special General Meetings

The Executive Committee may call a Special General Meeting of the Association at any time.

If at least ten members of the Association request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 21 days notice must be given. The notice must state the business to be discussed.

## P Procedure at Committee and General Meetings

1] The secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every Committee and General Meeting of the Association.

2] There shall be a quorum at any General Meeting when at least one fifth of the number of members of the Association for the time being or a minimum of ten members of the Association, are present.

## Q Notices

Any notice required to be served on any member of the Association shall be in writing, including email and shall be served by the secretary or the Executive Committee on any member either personally or by email, or by sending it through the post in a prepaid envelope addressed to such member at his or her last known address in the UK and any letter so sent shall be deemed to have been received within 10 days of posting.

## R Alterations to the Constitution

The Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.

The Executive Committee should inform Rushcliffe Borough Council and East Leake Parish Council of any amendment made under this clause.

## S Dissolution

If the Executive Committee decides that it is necessary or advisable to dissolve the Association it shall call a meeting of all the members of the Association, of which not less than 21 days notice [stating the terms of the resolution proposed] shall be given. If the proposal is confirmed by a two thirds majority of those present and voting, the Executive Committee shall have the power to realise any assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any proper

debts and liabilities shall be given or transferred to such charitable institutions or institutions having objects similar to the objects of the Association as the members of the Association may determine or failing that shall be applied for some other charitable purpose. Copies of the statement of accounts, or account and statement for the final accounting period of the Association should be sent to Rushcliffe Borough Council and East Leake Parish Council.

**This Constitution was adopted on the date mentioned above by the persons whose signatures appear at the bottom of this document**

**Signed:**

Ann Weekley **NAME** ANN WEEKLEY **CHAIRPERSON**

**NAME** KEVIN GIBBONS **SECRETARY**

**NAME** PAUL PHILLIPS **FOR RBC**

**NAME** NEIL LAMBERT **FOR ELPC**

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