

# **CONSTITUTION**

of

## **The Friends of Ashton Heath**

being an unincorporated association  
associated with TCV

Adopted 1st September 2015

# CONTENTS

	Date	1
A	Name	
B	Administration	
C	Objects	
D	Powers	
E	Membership	2
F	Executive Committee	
G	Meetings and proceedings of the Executive Committee	
H	Money and accounts	3
I	Annual General Meeting	
R	Special General Meetings	4
S	Procedure at General Meetings	

# CONSTITUTION

of an unincorporated association

Adopted on the 1<sup>ST</sup> day of SEPTEMBER 2015

## A Name

The name of the Association is THE FRIENDS OF ASHTON  
HEATH ("the Group")

## B Administration

Subject to the matters set out below the Group and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee.

## C Objects

The Group's objects are:

- (1) To conserve the environment, mainly using volunteers, for the benefit of the public.
- (2) To educate the public in the principles and practice of conservation.

## D Powers

In furtherance of the objects but not otherwise the Executive Committee may exercise the following powers:

- (1) to raise funds and to invite and receive contributions;
- (2) to spend funds but only in furthering the objects of the Group;
- (3) to establish, support or co-operate with other organisations;
- (4) to take up Membership of the TCV Community Network;
- (5) to do all such other lawful things as are necessary to achieve the objects.

## **E Membership**

- (1) The group shall have a membership and such membership of the Group shall be open to any person on such terms as the Executive Committee shall decide. The Executive Committee shall keep an up-to-date membership list.
- (2) The Executive Committee may for good reason terminate the membership of any individual. The individual concerned, accompanied by a friend, shall have the right to be heard by the Executive Committee before a final decision is made.

## **F Executive Committee**

- (1) The Executive Committee shall consist of not more than six members who shall be elected at the Annual General Meeting. The Executive Committee may in addition appoint not more than two co-opted members. Nobody shall be a member of the Executive Committee who is aged under eighteen years.
- (2) All the members of the Executive Committee shall retire from office together at the end of every Annual General Meeting but they may be re-elected or re-appointed.
- (3) The Executive Committee may from time to time co-opt any member as a member of the Executive Committee to fill a casual vacancy. Any person so appointed shall retain his or her office only until the next annual general meeting but shall be eligible for re-election.

## **G Meetings and proceedings of the Executive Committee**

- (1) The Executive Committee shall hold at least two meetings each year. Meetings may be called at any time by the chair person or shall be called on the request of at least three members of the Executive Committee.
- (2) At least three committee members must be present at the meeting to be able to take decisions. Minutes shall be kept for every meeting.
- (3) If a committee member has a conflict of interest he or she must declare it and leave the meeting while this matter is being discussed or decided. Committee members cannot receive any money or property from the Group, except to refund reasonable out of pocket expenses actually and necessarily incurred for the Group.
- (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 votes the chair person of the meeting shall have a second or casting vote.

- (5) Following the Annual General Meeting of the Group the Executive Committee shall elect from amongst themselves a chair person, a deputy chair person, a treasurer and any other honorary officers as the Executive Committee think fit, who shall hold office from the conclusion of that meeting on such terms and with such powers as the Executive Committee from time to time determine. Any honorary officer may be removed from office and replaced at any time by the Executive Committee.
- (6) The Executive Committee may from time to time appoint a person or persons to be called the President, the Vice President or Patron of the Group (or such other title as the Executive Committee may from time to time decide) for such period and on such terms as the Executive Committee may determine.
- (7) The Executive Committee may make and alter rules for the conduct of their business, provided that no rule is inconsistent with this constitution or the law.
- (6) The Executive Committee may appoint sub-committees on such terms and with such powers as the Executive Committee determines. All acts and proceedings of any such sub-committees shall be fully and promptly reported to the Executive Committee.
- (8) The Executive Committee shall insure its volunteers and hold public liability insurance to a standard not less than that provided by TCV for this purpose.

#### **H Money and accounts**

- (1) The income of the Group shall be paid into an account operated by the Executive Committee in the name of the Group. All cheques and other payments drawn on the account must be signed by at least two members of the Executive Committee.
- (2) The Executive Committee shall keep the accounting records for the Group, prepare an annual statement of accounts for the Group and have this statement independently examined.

#### **I Annual General Meeting**

- (1) There shall be an Annual General Meeting of the Group which shall be held each year to consider the business described in the notice of the meeting and no other business. The notice of the meeting shall invite nominations for election to the Executive Committee.
- (2) The chair person shall be the chair person of the Executive Committee or, failing him or her, the deputy chair person, but if they are not available, before any other business is transacted, the members present shall appoint a chair person of the meeting.
- (3) The Executive Committee shall present to each Annual General Meeting the report and accounts of the Group for the preceding year.

- (4) Nominations for election to the Executive Committee must be made by members of the Group in writing and must be in the hands of the Executive Committee at least seven days before the annual general meeting. Should nominations exceed vacancies, election shall be by show of hands unless the chair person or three members request a ballot of the members present. Should vacancies exceed nominations, additional nominations shall be invited at the meeting before the election.

## **J Special General Meetings**

The Executive Committee may call a Special General Meeting of the Group at any time. If at least ten members request such a meeting in writing stating the business to be considered the Executive Committee shall call such a meeting.

## **K Procedure for General Meetings**

- (1) The notice of the meeting must be circulated to all members of the Group at least 21 days in advance of the meeting and must state the business to be considered. There shall be a quorum when at least three members of the Group are present at any General Meeting. Minutes shall be kept for every meeting. Decisions are made by simple majority of those present and voting except as described below. In the case of an equality of votes the chairman of the meeting shall have a second or casting vote. Every member shall have one vote. Proxy votes are not permitted unless the Executive Committee issues a proxy form to all members.
- (2) Alterations to the constitution or dissolution of the Group may be made only by a resolution passed by a two thirds majority of the members present and voting at a General Meeting. The notice of the General Meeting must include the details of the alteration proposed or the reasons for dissolution. In the event of a dissolution decision, the Executive Committee shall have power to realise any assets held by or on behalf of the Group. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given to TCV or failing that such other charitable institution or institutions having objects similar to the objects of the Group as the members of the Group may determine or failing that shall be applied for some other charitable purpose.

## **W Arrangements until first Annual General Meeting**

The first Annual General Meeting must take place within one year of the date of this constitution and until then this constitution shall take effect as if references in it to the Executive Committee were references to the persons whose signatures appear at the bottom of this document. This constitution was adopted on the date mentioned above by the persons whose signatures appear at the bottom of this document.

Signature: 

Name (print): DAVID FORSYTH

Address (print): 11, ASHTON HEATH  
A.M.

Signature: 

Name (print): ROY HILTON

Address (print): 63 ASHTON HEATH

Signature: 

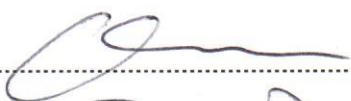
Name (print): KEVIN GREEN

Address (print): 37 ASHTON HEATH

Signature: 

Name (print): ANDY HOLCROFT

Address (print): 36 MONMOUTH & CRUSCOM?  
ASHTON

Signature: 

Name (print): EWAN DUNCAN

Address (print): 6 WARWICK AVENUE  
ASHTON, WN4 9JU.

Signature:                     *B*                    

Name (print):                     BEN COSLING                    

Address (print):                     119 PRINCESS ROAD                    

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