**Example Constitution**

**1. NAME:**

The Group shall be called ‘The Friends of [Your Park]’ and shall also be referred to as ‘FOYP’ or for the purposes of this agreement, 'the Group’.

**2. OPERATIONAL AREA:**

The area of operation comprises the land owned by [land owner] and referred to as ‘[the Park]’. Projects and activities may however be undertaken elsewhere as seen fit by the committee. The committee reserves the right to extend the area of operation in due course.

**3. AIMS:**

The Group aims *[omit or add to these as required]:*

1. a To raise the profile of the park and its surrounding area within the community.
2. b To increase awareness of its history and natural beauty.
3. c To improve the habitat value of the park
4. d To secure funds to improve the infrastructure of the park
5. e To campaign for improving the existing facilities in the park
6. f To support the council in maintaining the park
7. g To help towards the development of new facilities
8. h To provide community support by hosting events
9. i To increase facilities for young children to enjoy the park through fundraising and/or practical work to install play equipment or alternative features
10. j To achieve a wider cross-section of visitors and users.
11. k To encourage positive use of the space and discourage anti-social behaviour.
12. l To bring people together on projects so enhancing and developing community spirit.
13. m To protect the park and develop it in ways acceptable to its users, and in line with the results of the public consultation.

**4. POWERS**

To further these aims the Group, through its Executive Committee, shall have the following powers:

1. a Co-ordinate and cooperate with the local authority, other statutory authorities, voluntary organisations, charities*,* government departments and individuals where they have an aim similar to those of the Group.
2. b To subscribe or affiliate to or become a member of any other institution having charitable objects similar to those of the Group.
3. c To raise funds and to invite and receive contributions from any person or persons by way of subscription and otherwise, provided that the Group does not undertake permanent trading activities in raising funds to achieve its aims.
4. d To produce leaflets/posters to publicise group activities.
5. e To hold meetings.
6. f To pay the necessary expenses involved in running the group.
7. g To employ staff, when necessary, to carry out work.
8. a To do all such other lawful things as shall further the aims of the Group.

**5. MEMBERSHIP:**

Membership shall be open to any person over the age of 16 years that is interested in furthering the aims of the Group

1. b Members can only vote if they are over the age of 18 years.
2. c Every member shall have one vote.
3. d Annual re-election of all executive members.
4. e The Executive Committee may by a two-thirds majority vote and for good reason terminate the membership of any individual; provided that the individual concerned shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.
5. f The Friends reserve the right to set a membership fee if deemed necessary in the future.

**6. MEETINGS:**

An Annual General Meeting (AGM) shall be held in the first quarter of each year. Not less than 21 days notice in writing (and by email when appropriate) shall be given to the membership. The following business shall be transacted:

1. a To confirm the minutes of the previous Annual General Meeting of the Group.
2. b To receive the annual report of the Executive Committee.
3. c To receive the audited annual accounts of the Group.
4. d To elect Executive Committee members.
5. e To appoint an auditor.
6. f To consider and decide upon proposed changes to this Constitution which have been notified to the Secretary at least 14 days prior to the meeting.
7. g To consider such other matters notified in advance to the membership.
8. h No new issues for voting upon will be taken from the floor.

An Extraordinary General Meeting (EGM) of the Group shall be summoned by the Secretary at the request of the Chairman, or on receipt of a written request from not less than 20% of the membership of the Group. Such requests shall state the objects of the meeting, at which no other business shall be considered or transacted.

This meeting shall be held not more than twenty-eight days after the receipt of the request. Not less than fourteen (14) days’ notice in writing of an EGM shall be given to the membership, such notice to state the objects of the meeting.

A Quorum for any AGM or EGM will be 35% of the membership or fifteen (15) members, whichever is lower, which will include votes on proposals taken from proxy voters and by those voting by postal and electronic means. Those who vote in this way will be included within the required 35% or fifteen (15) members as if they were present at the meeting. Electronic and Proxy votes on proposals must be returned to the Secretary at least seventy-two (72) hours before the meeting to allow validation and accurate counting. In the event of a tie, the Chairman shall have a second or casting vote.

The Chairman of the Group shall take the chair at any General Meeting. In the absence of the Chairman, the meeting shall elect another member of the Executive to take the chair.

**7. OFFICERS:**

The Officers of the Group shall consist of:

* • Chairman
* • Secretary
* • Treasurer
* • and such other officers as the Group shall deem necessary.

The Executive Committee shall have the power to fill vacancies on the Executive by appointing co-opted members from within the Group.

**8. EXECUTIVE COMMITTEE:**

The Executive Committee, which will not exceed seven (7) members, shall be responsible for the management and administration of the Group. Other members may attend Committee meetings and observe. A quorum for any decision making at Committee meetings will be a minimum of four Executive Members.

The Executive Committee shall consist of the Chairman, Secretary, Treasurer and no more than four (4) other members, half of whom shall relinquish their positions at the end of each year but shall be eligible for re-election at the Annual General Meeting.

In any decision-making process, where there is a tie, the Chairman shall have a second or casting vote.

Nominations for the election of members to the Executive Committee shall be made in writing to the Secretary at least fourteen (14) days before the AGM. Nominees must be seconded and must agree to their nomination. If the nominations exceed the number of vacancies, a secret ballot shall take place in such manner as shall be determined by the members.

The Executive Committee shall meet as business demands but at least bi-monthly. The Secretary shall give all members at least fourteen (14) days’ notice of each meeting. The quorum shall be a minimum of four (4) elected members.

**9. DECLARATION OF INTEREST:**

It shall be the duty of every Officer, member of the Executive Committee or Sub-Committee, or Group Member who is in any way directly or indirectly interested financially or professionally in any item discussed at any meeting at which he or she is present, to declare such an interest, and to take no further part in the discussion or voting on that item except by invitation of the Chairman and agreement of the Committee.

**10. EXPENSES OF ADMINISTRATION AND APPLICATION OF FUNDS:**

The Executive Committee shall, from the funds of the Group, pay all properly receipted administration and management expenses. After the payments of the administration and management expenses and the setting aside of reserves of such sums as may be deemed expedient, the remaining funds of the Group shall be used in the furtherance of the purposes of the Group.

All cheques drawn on the account must be signed by at least two members of the Executive Committee.

**11. AMENDMENTS TO CONSTITUTION:**

Alterations to this Constitution MUST receive the assent of two-thirds of the members present or voting by proxy, post or electronic means at an AGM or an SGM. The Secretary of the Group must receive any resolutions to modify the Constitution at least twenty-one (21) days before the meeting at which the resolution is to be brought forward. At least fourteen (14) days’ notice of such a meeting must then be given by the Secretary to the membership and must include a clear indication of the alteration(s) proposed.

**12. WINDING UP:**

The Group may be dissolved by a two-thirds majority of members present or voting by proxy, postal or electronic means at an Annual General Meeting or a Special General Meeting of the Group. A motion for the dissolution of the Group shall be referred to specifically when notice of the meeting is given.

In the event of the dissolution of the Group, the available funds of the Group shall be transferred to any one or more charitable institutions having objects similar to those herein before declared. This (These) recipient(s) shall be chosen by the Executive committee and approved by the meeting of the Group at which the decision to dissolve the Group is confirmed.

This constitution was adopted on the date mentioned below by the persons whose signatures appear at the bottom of this document.

Signed……………………………………………………………………….

Signed……………………………………………………………………….

Signed……………………………………………………………………….

Signed……………………………………………………………………….

Signed……………………………………………………………………….

Signed……………………………………………………………………….

Date ………………………………………

Alternative wording where there is a subscription payment for membership:

**5.a. MEMBERSHIP:**

Membership shall be open to all that are interested in furthering the aims of the Group on payment of the appropriate annual subscription. The subscription of a member joining the Group on or after 1st January in any year shall be deemed to cover membership for that calendar year. Membership shall lapse if the annual subscription remains unpaid for four months after it is due.

**5.b. SUBSCRIPTIONS:**

The subscriptions shall be such sums as the Annual General Meeting shall decide in the light of advice from the Executive Committee. Subscriptions shall be due on the first day of January in each year. Members may pay more than the stated annual fee if they so wish.