



## Friends of Gedling House Woods (FGHW) Constitution – 22 June 2022

- 1 The name of the group shall be the 'Friends of Gedling House Woods'
- 2 The aim of the group shall be "to protect, maintain and develop the local natural environment of Gedling House Woods and Gedling House Meadows Local Nature Reserves and their immediate surroundings, including: wildlife, woodland, meadowland, hedgerows and verges.
- 3 A Chairperson and Committee shall administer the Group and its assets and properties. The Committee shall have full power to do all things necessary or expedient for the accomplishment of the aims and objectives of the Group. The Committee shall bind the Members of the group in respect of the Group's business.
- 4 The Committee shall be elected by ballot at the Annual General Meeting of the Group ('AGM') each year. Nominees for election as Committee member must be current members of the Group who are willing to stand for election. Nominations must be made 7 days before the date of the AGM. Nominees must be proposed and seconded by Members of the Group. The Committee shall comprise the following elected Members:
  - Chairperson: Appointed at an AGM from elected committee members to serve for two years
  - Secretary: Nominated by the Chairperson from elected committee members
  - Treasurer: Nominated by the Chairperson from elected committee members
  - Four other Committee members.
- 5 The Committee shall have the power to co-opt non-elected members for specific purposes. The elected members of the Committee shall have full voting rights. Non-elected Committee members shall have no voting rights. In a situation where a Committee member can no longer continue in his or her post with the Group, for any reason, then the Committee may, if it so wishes, appoint a replacement Committee member to fill this vacancy until the time of the next AGM. The replacement Committee member shall be selected from Members of Group. Such appointed Committee Members shall have full voting rights.
- 6 The Committee shall have the power to set up sub-committees, chaired by a Committee member. Such sub-committees shall only act in an advisory capacity unless specifically authorised by the Committee to take executive action. The Committee may appoint existing Members as Honorary Members. The Chairperson, Secretary and Treasurer shall be authorised to sign on behalf of the committee.

- 7 Four elected Committee Members shall constitute a quorum to conduct the business of Committee meetings.
- 8 The Annual General Meeting of the Group shall be held in June each year to receive reports and accounts, to elect Committee members, appoint officers, and to transact other business of the Group. At least 28 days' notice of the AGM shall be given to members. The Group's financial year shall end on 31 March each year. The Chairperson shall publish an annual report on the Group's activities for public circulation.
- 9 At the request of the Committee, or of not less than 10 Members, the Secretary shall call an Extraordinary General Meeting, of which not less than 28 days' notice shall be given to members.
- 10 Annual subscriptions shall be determined by the Committee and approved at the AGM. Subscriptions become due on the first day of April each year.
- 11 All monies paid to the Group shall be handed to the Treasurer or his/her nominee and be deposited in the name of the Group into such bank account as the Committee may determine. The Treasurer and one other authorised signatory from the Committee shall sign any cheque drawn on the Group's bank account and shall register for on-line banking. No payment other than payment of normal operating expenses shall be made from the Group's funds without the approval of the Committee. Accounts shall be prepared each year for the period up 31 March, and submitted to the AGM after independent audit.
- 12 A proposal to amend the Group's constitution may be made by vote of the Committee or by a Member supported by three other Members. The text of any proposed amendment shall be lodged with the Secretary 21 days before the AGM. The Secretary shall circulate the full text of any proposed amendment to members at least 7 days before the date of the AGM. Amendments to the constitution may only be made following a majority vote at the AGM.
- 13 If, at any time, there is a need to terminate the existence of the Group, the decision to terminate will be made at an Extraordinary General meeting, called by the Secretary, giving Members at least 28 days' notice. At this meeting the disposition of any residual monies and other assets will be determined.
- 14 The description 'Group' shall mean "Friends of Gedling House Woods".  
The description 'Member' shall mean a person included on the Group's current membership list that has paid his or her membership fee for the current year. Honorary Members enjoy the same rights as other Members, are listed on the group's current membership list and have life membership without fee.  
AGM shall mean 'the Annual General Meeting of the Group'.