

# Friends of Holders Lane and Pebble Mill Fields Constitution

Constitution adopted on 28 January 2013

## 1. Adoption of the constitution

The association and its property will be administered and managed in accordance with the provisions in this constitution.

## 2. Name

The organisation's name is:

**THE FRIENDS OF HOLDERS LANE AND PEBBLE MILL FIELDS**

(and in this document it is called 'the organisation' ).

## 3. Area Of Benefit

The area of benefit of the organisation shall be Holders Lane and Pebble Mill Fields and Holders Wood and Brockley Grove (as defined in appendix 1)

## 4. Aims

The organisation's aims are:

- a) To safeguard and enhance the designated area for the open recreational use of the local communities neighbouring it, other residents of the City of Birmingham and visitors from further afield.
- b) To work to ensure that initiatives and developments affecting the designated area are compliant with the interests of the residents of the local communities neighbouring it and to support and promote such initiatives and developments.
- c) To work to ensure that any initiatives and developments affecting the designated area are sympathetic to the preservation of its environment and ecology as an open green space.
- d) To take appropriate measures to safeguard the designated area from any initiatives or developments which are unsympathetic or inappropriate in terms of aims 2a, 2b or 2c.
- e) To be open in its operation by making available the work of the organisation through a range of media and be open to comments and suggestions.

## 5. Powers

- a) Bring together representatives of voluntary organisations, statutory authorities, other relevant bodies and individuals.
- b) Promote and carry out any work (detailed in the *Management Plan* for the organisation ) or any other work necessary for the attainment of the said aims.
- c) Promote and carry out surveys and investigations and publish the results.
- d) Arrange and provide for any events compatible with the aims of the organisation.

e) Collect and disseminate relevant information on all materials affecting the organisation's aims and exchange this with other bodies with similar aims.

f) Raise funds and resources.

g) Do all such other lawful things as are necessary for the attainment of the aims.

## **6. MEMBERSHIP**

a) Full membership with voting rights shall be open to all individuals over the age of 16.

b) All members shall:

- i. Be interested in furthering the work of the organisation.
- ii. Pay an annual subscription as and if decided by the AGM.
- iii. Agree to be bound by the constitution.

## **7. MANAGEMENT**

a) An Executive Committee shall manage the affairs of the organisation.

b) The Executive Committee shall be made up of five Honorary Officers and up to a maximum of six ordinary members. The Honorary Officers shall be a Chair, Deputy Chair, Secretary, Treasurer and Communications Secretary. A quorum for any meeting of the Executive Committee shall be four persons.

c) The committee will meet at least 10 times each year. A record will be maintained of each meeting and be posted on the website and kept in the minute book.

d) The Honorary Officers shall be elected biennially. One-third of the Executive Committee, other than the Honorary Officers, shall retire annually by seniority of election. Retiring Honorary Officers and members of the Executive Committee shall be eligible for re-election.

e) The Executive Committee may from time to time appoint sub-committees for such purposes and with such powers as it thinks fit.

f) The Executive Committee may co-opt further members to the committee to fill vacancies. Their term of office will be until the following AGM when the co-opted members may stand for election.

g) The election of Honorary Officers and Executive Committee members: Nominations shall close 24 hours before the opening of the AGM and, subject to the provisions stated below, those appointed shall be the persons with the highest number of votes by simple majority.

h) As far as possible the committee should represent the communities local to the designated area and other users of the parkland. Therefore attempts will be made to include on the committee a minimum number of members in the following proportions (approximate to the size of the community):-

*Selly Park South – 3 members*

*The Avenues – 2 members*

*Moor Green Lane West /Elizabeth Road – 1 member*

*Holdings Lane – 1 member*

*Non-resident user – 1 member.*

i) Pursuant to these numbers the resident of the above areas/non-resident parkland user with the highest number of votes will be appointed to the committee. The remaining places on the committee will be determined by the highest number of votes in election at the AGM.

j) If any committee member is unable to attend a meeting they shall give their apologies to the Chair or Secretary in advance of the meeting. It is expected that members should attend a minimum of 60% of committee meetings each year.

k) Any member who does not attend at this level or who misses 3 consecutive meetings shall be deemed to have ceased their membership of the committee, other than in exceptional circumstances in which case their continued membership must be agreed by a vote of at least two thirds of other committee members present.

l) The Deputy Chair will stand in for the Chair in their absence and, in the event of the resignation of the Chair, until such a time as a new chair is appointed. In the event of any honorary officer resigning, the committee can elect a replacement from their number to hold office until the next AGM.

## **8. MEETINGS**

a) An AGM of the members of the organisation shall be held, as far as practical, within 12 months of the previous one. Three weeks' notice shall be given to all members.

b) The business of the AGM shall include:

- i) The election of Honorary Officers and Executive Committee members. (Nominations shall close 24 hours before the opening of the AGM). However, if fewer nominations than vacancies are received by the start of the meeting, nominations can be accepted during the meeting at the discretion of the chair
- ii) The presentation of the accounts relating to the previous year.
- iii) The setting of membership subscription fees, if agreed.
- iv) The election of an auditor.
- v) The receipt of reports.

- c) A special general meeting can be called by the Executive Committee or by a fifth of the general membership and all members shall be given three weeks' notice.
- d) No member shall have more than one vote in a meeting.
- e) There shall be proxy votes and the system adopted for such votes shall be in the format that the Executive Committee shall from time to time determine.
- f) A quorum for any General Meeting shall be 10% of the membership at the time.
- g) Non-members may attend the meeting as observers and speak with the permission of the chair, but shall not be able to vote.

## **9. Financial Matters**

- a) All money raised for the organisation shall be used to further the aims of the organisation.
- b) The Executive Committee shall be responsible for maintaining accounts of all money raised and all sums disbursed on behalf of the organisation.
- c) The Executive Committee in the name of the organisation shall open a bank account.
- d) The Executive Committee shall authorise the Treasurer and three other Executive Committee members to be signatories of the bank account. All cheques shall be signed by no fewer than two of the signatories.
- e) The Executive Committee shall secure the provision of any insurance arrangements that they may from time to time deem appropriate for the attainment of the aims of the organisation
- f) An auditor elected at the AGM shall audit the accounts at least once a year.

## **10. Amendments To The Constitution**

- a) This Constitution may only be changed by a two-third-majority vote of those present at an AGM or at a special general meeting called specifically for such a purpose.
- b) Amendments must be received within fourteen days of the appropriate meeting and must be sent to the members within seven days of the meeting.

## **11. Dissolution**

The organisation may be dissolved by a two-third-majority vote of those present at a special general meeting called for that sole purpose. That meeting shall charge a specific Executive sub-committee with paying any debts and liabilities. All remaining assets shall be given to another organisation or organisations, which have aims similar to those of the organisation.

**Appendix 1: Bird's eye view of area of benefit of the organisation (perimeter outlined in white):**





