

# **CONSTITUTION**

## **1. Name**

The group shall be called 'The Friends of Newbridge Park' (Friends) where Newbridge Park is the public park within the area established within the bounds of Newbridge Road, Brassmill Lane and the caravan park and marina (Formerly known as “Newbridge Open Space”).

## **2. Aims**

The aims and charitable objectives of the Friends are, in collaboration with the park owners, Bath & North East Somerset Council:

- a) to promote community-supported improvements to Newbridge Park and to its management and facilities;
- b) to promote and protect wildlife;
- c) to organise community events and volunteer activities in or related to the park;
- d) to encourage, promote and influence preservation, conservation and further planting within the park for the benefit of the community, the environment and to help improve air quality;
- e) to promote succession tree planting for the benefit of future generations;
- f) to promote the history and heritage of Newbridge Park.

## **3. Powers**

In order to achieve their aims, the Friends may:

- a) open bank accounts;
- b) take out insurance;
- c) raise money;
- d) apply for grants;
- e) organise events (large scale events to be limited to one per year);
- f) work with and exchange information with other groups and bodies as deemed necessary by the Executive Committee;
- g) make authorised public statements;
- h) do anything else lawful that will help fulfil their aims.

## **4. Membership**

- a) Membership will be open to any person who wants to help the Friends achieve their aims and operate within the terms of the Constitution of the Friends;
- b) A Group membership will be available to any organisation or business including local Residents' Associations and Churches;
- c) There will be no charge for membership.
- d) Every individual member shall have one vote at General Meetings;

- e) Each group holding Group Membership shall be entitled to one vote at General Meetings;
- f) The membership of any member may be terminated for good reason by a quorum of the Executive Committee, but the member will have the right to be heard by the Committee before a decision is made.

## **5. Governance**

- a) The business of the Friends shall be conducted by an Executive Committee ("the Committee"), elected at an Annual General Meeting. The Committee shall comprise of the officers of the committee and a maximum of 6 (six) individual members in addition to the officers;
- b) The officers shall consist of a Chairperson, Vice-Chairperson , a Secretary and a Treasurer to which additional officers may be elected to fulfil specific responsibilities when decided necessary by the Committee;
- c) The quorum for the Committee shall be 3 (three) members;
- d) The duties of the officers are designated as follows:
  - The Chairperson shall chair the Committee meetings and General Meetings, and act as a spokesperson for the Friends when deemed necessary; The Vice-Chairperson may delegate those responsibilities to another member of the Committee if they are unable to fulfil them for any reason.
  - The Secretary shall organise any correspondence on behalf of the Committee, take and prepare minutes, organise meetings, maintain a membership list (which should be only be used in accordance with the General Data Protection Regulations 2018), and collect and circulate information relevant to the aims of the Friends;
  - The Treasurer shall supervise the financial affairs of the Friends, including the operation of bank accounts, the receipt of subscriptions and any other monies due to the Friends and the payment of monies due to be paid out on behalf of the Friends. The Treasurer will be responsible for the keeping of accounts on behalf of the Friends;
- e) Meetings will be chaired by the Chairperson or Vice-Chairperson or Committee member nominated by the Committee where the Chairperson or Vice-Chairperson is indisposed or unable to attend for any reason;
- f) Guests who are nominated representatives of other organisations may be invited to attend meetings as and when the need arises.

## **6. Annual General Meetings**

- a) An Annual General Meeting (AGM) of members will be held annually within three months of the end of the financial year. The financial year end the Friends will be the 31<sup>st</sup> March each year.

- b) Notice to hold an AGM shall be sent to each member to arrive at least 4 (four) weeks before it takes place. This notice can be either in hard copy sent via post or by email and by appropriate media.
- c) Bodies with statutory responsibilities for the Park may be invited to attend the AGM but they will not be entitled to vote.
- d) The quorum for the AGM shall be 3 (three) members. The Committee shall present an Annual Report and Accounts for acceptance at the AGM.
- e) All Officers of the Friends must stand down at the AGM but can be re-elected
- f) Nominations for elected positions should be sent to reach the Secretary no later than 7 (seven) days before an AGM. Voting will usually consist of a show of hands.
- g) Any motions to be put before an AGM shall be proposed and circulated to all members at least 7 (seven) days before the AGM and will require a proposer and a seconder before being put to a vote.
- h) Where a member is indisposed but wishes to vote on a motion put before the AGM, they shall be allowed to vote in writing. This should reach the Secretary at least 24 (twenty-four) hours before the AGM and will be read out to the meeting as a vote.

## **7. Special General Meetings**

A Special General Meeting shall be called by the Committee or by 6 (six) individual and/or Group members. Notice of a Special General Meeting shall be sent out by the Secretary either sent via post in hard copy or by email as necessary to arrive no later than 14 (fourteen) days prior to the date of the meeting together with the details of the matter to be discussed.

## **8. General Meeting Decisions**

Any decision made at a General Meeting of the Friends shall be binding on the Committee.

## **9. Finance**

The Committee shall oversee the financial affairs of the Friends. The Committee may delegate to the Treasurer those duties they deem appropriate. The accounts of the Friends will be inspected by an Independent Examiner who will normally be appointed at an AGM.

- Any Bank Account opened for the Friends shall be in the name of the Friends (Friends of Newbridge Park)
- Any cheques issued or electronic payments required shall be approved and signed by at least 2 of the authorised signatories.

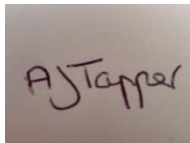
## **10. Amendments to the Constitution**

This Constitution may be amended by the decision of the Members at a Special General Meeting. Any Member may submit a written amendment to the Constitution. A vote will then be taken and any amendment will require a two-thirds majority, of the voting members present, before it can be formally included in the Constitution.

## II. Dissolution

The Friends of Newbridge Park may be dissolved following a motion to do so which has the support of at least two thirds of the voting members present at either an AGM or a Special General Meeting called in accordance with the Constitution. Any monies held by the Friends on dissolution will be donated to a registered charity as stipulated by a majority of the voting members at the dissolution meeting or as determined by the Chairperson of the meeting if such a majority consensus is not available.

Signed:

A rectangular box containing a handwritten signature in dark ink that reads "AJ Tapper".

Date: 10<sup>th</sup> June 2022

Chair – Andrew Tapper