

# Friends of Duchess Wood Committee

## CONSTITUTION

(Revised 29 October 2024)

### 1. Name

The Society shall be known as "The Friends of Duchess Wood", hereinafter referred to as "The Friends".

### 2. Objectives

The Friends shall exist to assist in the management of the Duchess Wood and safeguard its benefits to the community in terms of biodiversity and quiet enjoyment – including recreational and educational use.

### 3. Powers

In pursuit of the above objectives The Friends may:

- arrange meetings, exhibitions, talks, surveys and training courses
- organise / carry out practical environmental projects
- raise and expend funds
- liaise and work in partnership with other organisations and individuals
- collect, disseminate and exchange relevant information
- publicise their activities by any appropriate means
- buy, hire or borrow any equipment, tools or other items required to fulfil the objectives
- acquire and hold land or property

### 4. Membership

Membership shall be open to any individual prepared to support the objectives. Categories of membership and the subscription rate therefor shall be determined by the annual general meeting of The Friends.

### 5. Executive Committee

There shall be an Executive Committee charged with the management of the affairs of The Friends. This will comprise ex officio and elected appointments.

The ex-officio appointments shall be Chair, Secretary and Treasurer. The elected appointments shall be up to nine additional individuals elected at the general meeting (ie a total of twelve).

There shall be at least four meetings in any reporting year. Where members cannot attend in person it may be possible, at the discretion of the Chair, to allow virtual attendance.

Membership of the Executive Committee may be terminated on the basis of a vote on no-confidence supported by a majority of the committee.

The quorum for the Executive Committee shall be four members of whom one must be an office-bearer.

### 6. The Annual General Meeting

The AGM shall be held within 15 months of the previous AGM.

Members shall be given at least 28 days' notice of the AGM.

Motions to go to the AGM must be received by the Secretary at least 14 days in advance and must be signed by two members.

The business of the AGM shall be:

- To receive and approve the report of the Executive Committee
- To receive and approve the statement of accounts
- To approve the appointment of any office-bearers
- To elect members to the Executive Committee
- To appoint a financial examiner
- To consider and determine any motions

**7. Extraordinary General Meetings**

An Extraordinary General Meeting may be called either by decision of the Executive Committee or at the request of no less than 25% of the membership. In respect of any such meeting, the membership should be given a minimum of 28 days' notice and those requesting the meeting must have provided a motion to be put to the meeting.

**8. Voting**

Those present at any meeting, if fully paid-up members, shall be entitled to vote. There shall be no voting by proxy. Voting shall be by show of hands.

**9. Dissolution**

The Friends shall be dissolved if two thirds of the members consider that necessary / desirable. A motion to dissolve must be put to an AGM or EGM.

In the event of dissolution of The Friends, any assets remaining after satisfaction of all debts and liabilities shall not be distributed among The Friends but shall be given to a recognised charitable body having objectives similar to those of The Friends.

None of the Group's assets may be distributed or otherwise applied (on being wound up or at any other time) except to further its charitable purposes.



(Chairman)

Signed:



(Secretary)