

## **The Constitution of 'The Friends of Kelsey Park' – November 2016**

### **Article I**

#### **Name**

The organisation shall be known as: “The Friends of Kelsey Park” (hereafter “the Friends”).

### **Article II**

#### **Objectives**

The objectives of the Friends shall be to work in partnership with the London Borough of Bromley (hereafter "the Council"), through its Officers or their commissioned providers for the public benefit as below:

- To help to secure and promote the conservation, protection and improvement of Kelsey Park (hereafter "the Park") as a place of historic and ecological interest and natural beauty.
- To help to secure and promote the conservation of the natural flora and fauna of the Park, and its retention.
- To encourage the quiet, informal enjoyment of features and facilities of the Park.
- To provide an educational experience for the public in the history, natural history and other aspects of the Park.
- To aim to provide amenities which would not normally be seen to be the responsibility of the Council, but which have received approval from the Council or from their commissioned providers.
- To invite subscriptions and other monies to support such other activities as may further the above objectives.

### **Article III**

#### **Governance of the Friends**

The Friends of Kelsey Park is an unincorporated organisation where the Committee shall be responsible for the conduct of the Friends' affairs in accordance with the above objectives and shall be responsible for any contracts entered into by them.

### **Article IV**

#### **Membership**

Membership is open to all who share the aims of the Friends as outlined in Article II above.

The membership shall consist of Ordinary and Honorary Members (hereafter “Members”).

Applicants for Ordinary Membership shall become Members upon submission of their application form and payment of the annual subscription. At its discretion the Committee may refuse to admit an applicant or to decline to renew membership, and no reason need be given.

There will be one level of subscription. This subscription will entitle each individual residing in the household to membership and, to those over the age of 16, the right to vote.

Nomination for Honorary Membership may be made by four Ordinary Members, submitted to the Committee for approval and confirmed at the next Annual General Meeting.

## **Article V**

### **The Committee**

The Committee shall consist of the Chair, the Vice Chair, the Honorary Secretary and the Honorary Treasurer and up to six other members all of whom must be paid up Members of the Friends.

A quorum shall be four Members of the Committee present.

The Committee shall have the power to invite appropriate Advisers to join meetings of the Committee but without having a vote on Committee decisions.

The Committee shall meet at least three times per year.

If voting is required the vote shall be decided by simple majority with the Chair only having a casting vote in the event of a tie.

The Committee shall maintain an appropriate Bank Account and shall instruct the Bank regarding withdrawals from that account.

The signatures of two members of the Committee (one of whom must be either the Chair or the Honorary Secretary) shall be required for the Friends to enter into any formal contract.

## **Article VI**

### **Election of the Committee**

Members of the Committee shall be elected at the Annual General Meeting.

Nominations for Committee Members shall be received by the Honorary Secretary no later than seven days prior to the published date of the next Annual General Meeting.

Nominations shall be proposed and seconded by two Ordinary Members and signed by the nominee indicating agreement to serve.

The Committee may also make nominations.

If voting is required the vote shall be decided by simple majority of those Members present and eligible to vote, the Chair having only a casting vote in the event of a tie.

## **Article VII**

### **General Meetings**

The business of the Friends shall be approved either at the Annual General Meeting which shall be held in the month of November each year or at any Special General Meeting.

A Special General Meeting may be called by the Chair, at his or her discretion, within seven days of receiving a written request so to do, signed by not fewer than 20 Members giving their full reasons for the request.

The Notice and Agenda of the Annual General Meeting and any Special General Meeting shall be published giving at least 14 days notice.

## **Article VII (continued)**

Decisions requiring a vote shall be decided by simple majority of those Members present and eligible to vote. The Chair will only have a casting vote in the event of a tie.

## **Article VIII**

### **Subscriptions**

The subscription shall be for one year or until the next following 1st January. Five years' subscriptions in advance may be paid on application for membership or on renewing.

New Members joining after 1st July shall not be required to pay a subscription for that year.

Members will be advised in writing (or by electronic means) when their subscription is due for renewal. That advice will explain how payments should be made.

The annual subscriptions shall be agreed at an Annual General Meeting.

Any Member whose subscription is in arrears at 30th September, after a second reminder, shall be deemed to have forfeited membership.

Honorary Members shall pay no subscription.

## **Article IX**

### **Accounts**

The Financial Year shall run from 1st October to the following 30th September.

The accounts shall be presented to the Annual General Meeting by the Honorary Treasurer having been previously approved by the Committee and examined by the Independent Examiner, elected from the Ordinary Members at the Annual General Meeting.

## **Article X**

### **Amendments**

Amendments to the Constitution can be made only at a General Meeting.

Proposed amendments must be circulated to Members by the Honorary Secretary at least 14 days before the General Meeting at which they are to be considered and must be approved by a three quarters majority of those Members present and voting.

## **Article XI**

### **Cessation of operation**

In the event that the Friends cease to operate the Committee is given the right to distribute all assets held by the Friends to a successor body or other group which agrees to carry on the objectives of the Friends. If no such body or group can be found, then the assets may be distributed to some other charitable organisation as the Committee shall decide.

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