

Tessier Gardens Friends Group Constitution 2007

1. Name of Group

The group shall be known as **Tessier Gardens Friends Group** (referred to hereinafter as TGFG)

2. Aims & Objectives

The aims and objectives of the TGFG shall be to form an association of persons to:

- a) Promote and encourage the protection, conservation, good environmental practice and sympathetic enhancement of Tessier Gardens.
- b) Work in partnership with Torbay Council and other statutory and voluntary groups and recognise that the ultimate responsibility for Tessier Gardens lies with Torbay Council.
- c) To actively seek the involvement through liaison with the residents, police, council and any other relevant bodies to achieve a secure environment in which everyone can enjoy the benefits of Tessier Gardens facilities.
- d) To engage and involve the surrounding community and visitors in the use and development of the Tessier Gardens.
- e) To promote and encourage interest in Tessier Gardens scenic, historical, horticultural, landscape and ecological qualities and as an educational resource.

3. Equal Opportunities

The TGFG will comply with the Equal Opportunities Act to treat everyone fairly and equally regardless of race, gender, age, sexual orientation, religion, and physical and mental ability in all areas of its activities.

4. Membership

- a) Membership shall be open to all who support the objectives of the TGFG and its activities.
- b) All persons living in Torbay may be called FULL MEMBERS and shall be eligible to vote having paid their annual membership
- c) Well-wishers living elsewhere shall be called ASSOCIATE MEMBERS as such shall not have the right to vote at any friends meetings.
- d) Any body corporate or unincorporated association interested in furthering the work of the TGFG must notify the Secretary of the name of their "Nominated Member" and shall have one vote only.
- e) Each full member shall have one vote.
- f) Councillors and Council Officials shall take an advisory role and shall have no voting rights.

5. Subscriptions

- a) The annual Full, Associate, or Nominated Membership subscriptions will be payable annually at an agreed rate of £2.00 as set at the Annual General Meeting.
- b) Membership shall be deemed as lapsed if a subscription is not received within thirty days of the AGM

6. Financial Arrangements

To further its objectives the TGFG may from time to time do all such lawful things as are necessary, which may include:

- a) Arrange meetings, exhibitions, talks and surveys.
- b) Raise funds; receive contributions by way of donations or legacies.
- c) Make grant applications.

d) Identify other funding sources to secure an adequate level of resources solely for the purpose of furthering the objectives of the TGFG.

e) Non profit making

Provided that in so doing it shall conform to any relevant requirements of the law. All funds shall be used solely for furthering the objectives of the TGFG approved by the committee and members.

7. MANAGEMENT

a) The TGFG shall be managed by a committee of officers to be elected each year at the AGM by those members with voting rights.

b) All Full Members aged 18 years and above who have paid the annual subscription are eligible for election on the committee

c) At the AGM the Members shall elect three officers: Chairperson, Secretary, Treasurer and other posts if deemed necessary.

Committee

The committee shall consist of five full members including the three officers and shall:

a) Ensure that accurate records are kept of all meetings, projects and events

b) Liaise and report on all related activities and actions to TGFG members.

c) A committee quorum will consist of three members, one of whom must be an officer and one of whom will act as Secretary in the absence of the Secretary.

d) Decisions at committee meetings shall be made by a simple majority of those present and eligible to vote. In the event of a tie the Chairperson shall have the casting vote.

e) In the event of a committee post becoming vacant the committee may nominate one of their numbers to assume the post who will serve until the next following AGM.

f) The committee may co-opt members on to the committee provided these do not exceed one third of the committee's total number who will serve until the next following Annual General Meeting.

g) The committee shall meet at least four times a year.

No committee member shall seek to use their membership of the TGFG to derive personal benefit: financially or in kind in any form whatsoever from the activities of the TGFG which could by implication compromise the integrity and credibility of the committee and TGFG members.

The committee shall retain the right for adequate reasons to refuse or terminate membership of any individual or organisation, after giving the member concerned the right to be heard by the committee before a final decision is made.

h) Ensure that at all times Torbay Council through its Parks Department Officers are consulted where necessary and kept informed of meetings, projects and events.

Officers

The Chairperson

The Chairperson shall be responsible for:-

i) Chairing and conducting committee and general meetings and act as a facilitator to ensure positive, fair and smoothly run discussions.

ii) Thereby involving the entire group in helping to achieve TGFG aims and comply with the constitution.

iii) The Chairperson or the Chairperson's nominee will act as the representative for the TGFG.

The Secretary

The Secretary shall be responsible for:-

i) The preparation of agendas, notices of meetings, record of membership, booking meeting rooms and correspondence.

ii) Take minutes of all committee and general meetings produce and distribute such minutes within 14 days following each meeting.

The Treasurer

The Treasurer shall be responsible for:-

i) Opening and maintaining a bank account (not a personal account) in the name of Tessier Gardens Friends Group (TGFG).

ii) Keeping full and accurate up-to-date financial records including the provision of audited Accounts to the AGM.

iii) Paying in money, paying bills, managing petty cash and expenses payments.

Note: Any monies received must be handed to the treasurer.

8. Finance

a) The financial year shall run from 1st April to 31st March in the following year.

b) A bank account shall be opened in the name of Tessier Gardens Friends Group and three committee members shall be authorized to sign cheque/s namely the Chair, the Treasurer and the Secretary.

c) All cheque/s drawn on the accounts must be signed by at least two of the three authorised signatories for that account.

d) Funds may be expended only for the objectives of the TGFG and for no other purpose.

(d) The Accounts must be audited at least once per year by an auditor or an independent accounts examiner as appointed at the AGM.

9. ANNUAL GENERAL MEETING. (AGM)

The first AGM will be held within one year following the inaugural Meeting of the TGFG and thereafter annually.

Any member of the TGFG may submit items to be included on the agenda of an AGM/EGM or general meetings. These should be submitted to the secretary in writing at least 14 days before AGM/EGM or general meetings.

Members shall be given notification of the date not less than 28 days prior to the AGM for the purpose of receiving:

a) The annual reports of the committee officers.

b) Independently audited Accounts for approval by members with voting rights present at that meeting.

c) Accepting the resignation of the committee and electing a new committee.

d) Appointing an auditor or independent examiner for accounting purposes.

e) Setting the annual subscription and making recommendations to the new committee,

f) Vote whenever necessary on proposals to amend the Constitution and other relevant business.

g) Decisions at an AGM shall be by a simple majority vote of members eligible to vote and present at the meeting.

10. Extraordinary General Meeting (EGM)

The secretary must call an EGM giving notice of the matter(s) to be discussed giving at least 14 days notice to the membership which must be held no more than 28 days after receipt of the demand by:

- a) At least 20 per cent of the full membership.
- b) A request by the Committee.
- c) Three members of the Committee.

The notice calling the EGM shall specify the business to be considered and the motion(s) if any, to be proposed.

A EGM may be called in conjunction with or immediately preceding an AGM

Decisions at an EGM shall be by a simple majority vote of members eligible to vote and present at the meeting.

11. Amendments to the Constitution

The constitution may be amended at an Annual General Meeting or Extraordinary General Meeting by a 2/3rds majority of members present eligible to vote.

12. Dissolution and Disposal of Assets

The TGFG shall be dissolved if two-thirds of members consider it necessary, to be decided at an EGM having given members at least 28 days notice of the meeting.

- a) Individuals shall not be liable if the TGFG is dissolved.
- b) In the event of the dissolution of the TGFG, any assets remaining after the satisfaction of all debts and liabilities shall be given or transferred to a recognised charitable body or bodies having objectives broadly similar to those of the TGFG. Relevant charity/ies to be decided at the EGM considering dissolution.

This Constitution formally adopted on

Signed

Chairperson

Secretary

Treasurer