

FRIENDS OF BRAIDBURN VALLEY PARK CONSTITUTION

(The Constitution was drawn up by the Steering Committee on the 8th July 2002 and adopted at the inaugural General Meeting of the Friends in January 2003. It has been amended at the Annual General Meetings of 4th February 2008 & 6th March 2011, and further amended at the AGM on 26th February 2017)

1 Name of the Group

The Group shall be known as Friends of Braidburn Valley Park (hereinafter referred to as the Friends.

2 Aims

The aims of the Friends shall be

- a To conserve, enhance and promote the park area for the benefit of people and wildlife.
- b To promote and encourage the local community to take an interest in the protection, upkeep and enjoyment of the park.
- c To work with the Local Authority and other relevant organisations to help in achieving (a and (b above.

3 Membership

- a Membership shall be open to any person or group, who supports the objectives of the Friends.
- b The Management Committee shall have the right to refuse or revoke membership of any individual, after giving the individual concerned the right to be heard by the Management Committee. A simple majority of the Management Committee shall be sufficient to refuse or revoke membership.
- c An annual membership subscription shall be payable in January in the year following the AGM at a rate or rates fixed at the AGM. No member whose subscription is unpaid shall be entitled to any privileges of membership.
- d The Management Committee may from time to time appoint Honorary Life Members at no cost to the Life Member to recognise valued service to the Park.
- e The Friends may support an organisation with similar objectives to the Friends.

4 Management Committee

- a The Management Committee shall have the sole responsibility for policy decisions and general management of the Friends. Full members of the Management Committee are also the Trustees of the Charity.
- b The Management Committee shall have the power to delegate any of its responsibilities to a sub committee appointed by and responsible to the Management Committee.
- c The Management Committee shall comprise not more than eleven but not fewer than five individuals, all members of the Friends.
- d The Management Committee for each year shall be elected at the Annual General Meeting.
- e At the AGM, all members of the Management Committee shall retire but shall be eligible for re-election.
- f Nominations for any new Management Committee members must be received in writing by the Secretary of the Friends not less than seven days before the AGM. The proposer and seconder must both be members of the Friends.
- g The Management Committee may co-opt up to two additional members during the year to fill any existing vacancies.
- h Five members of the Management Committee present in person shall be a quorum for the meetings of the Management Committee.
- i The Management Committee may invite key local organisations to be represented on the Committee. Such members will not be full members and will not have a vote.

5 Office Bearers

- a The Management Committee will elect, from among themselves, the following office bearers: Chair, Treasurer and Secretary.

6 Meetings

- a The Annual General Meeting must be held each year and not more than fifteen months may elapse between successive annual general meetings after giving due notice (usually 21 days to every member)
- b At the AGM, the Annual Report and Accounts will be presented, the Management Committee will be nominated and elected and other relevant business conducted.
- c The Management Committee shall meet as required but no less than four times per year.
- d An Extraordinary General Meeting may be called by the Management Committee giving at least 21 days notice to the membership.
- e On receipt of a written demand from at least a quarter of the membership, the Secretary must call an Extraordinary General Meeting, which must be held no more than thirty days after the demand.

7 **Procedures**

- a The Management Committee shall keep adequate written and photographic records of all meetings, projects and events.
- b A quorum at Management Committee meetings shall be five full members of those eligible to be present. A quorum at the AGM shall be eleven of those eligible to be present.
- c Decisions shall be made by a simple majority of those present and eligible to vote. The Chair will have an additional vote if required in the event of a tie.

8 **Financial Arrangements**

- a All money raised by the Friends shall be applied to further the aims of the organisation and for no other purpose. No office bearers or other member shall be paid or given any sum of money except in so far as the payment is for re-imbursement for outlays actually incurred for the benefit of the Friends.
- b An account or accounts shall be opened in the name of the Friends with such bank as the Management Committee may authorise. The account(s) shall be operated as the Management Committee determines.
- c The Treasurer shall be responsible for the day to day administration of the accounts. The financial year shall run from 1st November to 31st October. The Treasurer shall be responsible for producing annual accounts, in the format directed by the Office of the Scottish Charities Registrar (OSCR), for agreement by the Management Committee and for their submission to an Independent Examiner, appointed by the Management Committee.

9 **Amendments to the Constitution**

Any amendments to this constitution shall be made after giving all members due notice (usually 21 days of the proposed alteration and if two thirds of members present and eligible to vote are in favour of the change(s).

10 **Dissolution**

If the Management Committee decides it is necessary or advisable, an Extraordinary General Meeting shall be called. 21 days notice of this meeting shall be required and the purpose of the meeting shall be clearly defined in writing to all members whose addresses are known to the Management Committee. If a decision to dissolve the Friends is confirmed by a two thirds majority of those present and eligible to vote at the meeting then, after the satisfaction of all debts and liabilities, the assets shall not be paid or distributed to members of the Friends, but shall be given to another organisation with simulate aims as the members present decide. The friends shall then be dissolved.