



# CONSTITUTION

## Version 6

Original version completed in October 2000 and approved by the membership of the Group at the Annual General Meeting on November 15th 2000.

The second version incorporated changes approved by the membership of the Group at the Annual General Meeting on November 20th 2002.

The third version incorporated changes approved by the membership of the Group at the Annual General Meeting on November 9th 2005.

The fourth version incorporated changes approved by the membership of the Group at the Annual General Meeting on November 22nd 2006.

The fifth version incorporated changes approved by the membership of the Group at the Annual General Meeting on 21st November 2012

This sixth version incorporates changes approved by the membership of the Group at the Annual General Meeting on 6th December 2017

# **CAM VALLEY WILDLIFE GROUP**

## **CONSTITUTION**

### **1. General**

#### **1.1 Name**

The name of the Group shall be the Cam Valley Wildlife Group.

#### **1.2 Geographical Coverage**

The Group's area is based on the area surrounding the valleys of the Cam Brook and Wellow Brook and includes the towns and villages of: Cameley, Camerton, Carlingcott, Chelwood, Chewton Mendip, Chilcompton, Clandown, Clapton, Clutton, Coleford, Combe Hay, Dunkerton, Emborough, Farmborough, Farrington Gurney, Faulkland, Foxcote, Hallatrow, Hardington, Haydon, Hemmington, High Littleton, Hinton Blewett, Hinton Charterhouse, Holcombe, Kilmersdon, Litton, Midford, Midsomer Norton, Norton St Philip, Paulton, Peasedown St John, Priston, Radford, Radstock, Shoscombe, South Stoke, Ston Easton, Stratton-on-the-Fosse, Temple Cloud, Timsbury, Tunley, Welton, Westfield, Wellow and Writhlington.

#### **1.3 Aims**

The aims of the Group are:

- to work to conserve the biodiversity of its area
- to promote awareness and understanding of wildlife and its environment
- to encourage the enjoyment of wildlife

### **2. Membership**

#### **2.1 Eligibility**

Membership shall be open to:

- any adult (aged 16 or over) who supports the aims of the group
- any child (aged under 16) who is interested in wildlife

#### **2.2 Membership categories**

There shall be two categories of membership:

Household membership - this shall apply to individuals, and groups of individuals within a household. Within a household membership, each named adult shall be a full member of the Group, and each named child a junior member. Only full members shall be entitled to vote at General Meetings.

Corporate membership - this shall apply to organisations, e.g. businesses, schools, councils. Within a corporate membership, there shall be a nominated individual who shall represent the organisation, and shall have the sole vote within that membership.

#### **2.3 Membership subscriptions**

Each member shall pay an annual subscription to be determined by the Coordinating Team.

Membership fees become due on 1st October each year, except that for any member who joins on or after 1st July, the next annual subscription shall not fall due until 1st October in the following year.

Should a member fail to pay their membership fee, despite reminders, by 1st April of the following year, the Coordinating Team shall have the right to cancel that person's membership.

## **2.4 Members' right of access to Group documentation**

The Coordinating Team shall have a duty to make available to any member, upon request, copies of any documents relating to the Group's decision-making processes, to include: this constitution and documents mentioned herein, any minutes of Group Committee/Team meetings (redacted as necessary for Data Protection purposes), Group policy statements, plans and strategies, and any other documents which have been previously circulated to the membership. The Group shall maintain a list of all such documents and master copies of each.

## **2.5 Power to veto or cancel membership**

The Coordinating Team shall have the power to veto or cancel the membership of any person who, in its opinion, has acted against the interests of the Group, provided that the individual concerned has been given a reasonable opportunity to explain their actions to the Coordinating Team.

# **3. Group Structure**

## **3.1 The Coordinating Team**

The affairs of the Group shall be run by a Coordinating Team.

The role of the Coordinating Team shall include: providing leadership to the Group, being responsible for policy-making and the development of plans and strategies, ensuring the smooth running of the Group, and resolving problems.

## **3.2 Composition of the Coordinating Team**

The Coordinating Team shall consist of up to 10 members of the Group and shall assign whatever roles and tasks are deemed to be appropriate to individual members of the Team as circumstances require from time to time.

## **3.3 Committees/Teams other than the Coordinating Team**

The Coordinating Team may set up Committees/Teams for defined purposes from time to time as circumstances dictate.

Any Committee/Team so created shall appoint a Co-ordinator from within its ranks to liaise with the Coordinating Team and to ensure effective two way communication. The Co-ordinator may resign at any time. The Committee/Team in question may replace its Co-ordinator at any time.

Any member of the Group who wishes to become involved in the work of any Committee/Team other than the Coordinating Team may join that Committee/Team.

### **3.4 Working Parties & assignment of duties to other members of the Group**

In addition to its power to set up Committees/Teams, the Coordinating Team may set up working parties consisting of one or more members, for defined purposes. The Coordinating Team shall define the role, authority and reporting process of any such working party. The Coordinating Team may dissolve any or all of them at any time without reference to a General Meeting.

The Coordinating Team may also assign specific roles or duties to other members of the Group.

### **3.5 The Group's projects**

The Group may initiate any project consistent with its aims.

Projects shall be run in accordance with guidelines approved by the Coordinating Team

## **4. Appointment of Coordinating Team members**

### **4.1 Appointment of Coordinating Team members**

Any member of the Group may apply to join the Coordinating Team at any time by informing a Member of the Coordinating Team. If the total number of members of the Coordinating Team is currently less than the maximum allowed by the constitution, then the Coordinating Team shall consider the application as soon as possible. Upon approval by the existing Coordinating Team, that member shall become a member of the Coordinating Team without having to seek additional approval from the Group's membership until the following Annual General Meeting. If the application for membership of the Coordinating Team is rejected, it shall be carried forward to the next Annual General Meeting.

If the total number of members of the Coordinating Team is currently equal to the maximum allowed by the constitution, then the application for membership of the Coordinating Team shall be carried forward to the Group's next Annual General Meeting, unless a vacancy arises before that time.

## **5. Annual Approval of the Coordinating Team by the Group's members**

### **5.1 Annual approval of the Coordinating Team by the Group's members - general**

At each Annual General Meeting, the Coordinating Team shall present, for approval by the members of the Group present at the meeting a list of those other members who have expressed a wish, at least two weeks prior to the Annual General Meeting, to serve on the Coordinating Team for the forthcoming year.

### **5.2 Approval of the Coordinating Team if there are no more candidates than places available**

If the total number of members who wish to be members of the Coordinating Team does not exceed the maximum number allowed by this constitution, then a vote shall be held among the members present at the Annual General Meeting to approve or reject the new Coordinating Team.

Should the new Coordinating Team be rejected in this vote, then the Coordinating Team shall decide whether to propose a revised list for approval, or whether to hold votes for individuals or whether to call an Extraordinary General Meeting, in which case the current Coordinating Team shall continue until that meeting.

### **5.3 Approval of the Coordinating Team if there are more candidates than places available**

If the total number of members of the Group who wish to be members of the Coordinating Team exceeds the maximum number allowed by this constitution, then a vote shall be held to select the members of the Coordinating Team. Each member present at the Annual General Meeting may vote for up to ten candidates. The ten candidates with the greatest number of votes shall become members of the Coordinating Team.

In the event of a tie that prevents determination of the full complement of team members, a second vote will be taken to determine the election of those candidates with the lowest tied qualifying votes.

## **6. Decisions**

### **6.1 Decision-making**

Each of the Group's Committees/Teams shall aim to take its decisions by consensus among its members. Where this is not possible, decisions shall be taken by simple majority vote of those members present at a meeting. In the event of a tie then the committee/team will discuss the issue further until a majority decision can be reached. If any Coordinating Team member is absent from a meeting where a major issue or controversial subject is under consideration, the Coordinating Team shall have a duty to defer a decision until a subsequent meeting, before which all members of the Coordinating Team must be informed about the issue/subject in question.

### **6.2 Documenting decisions**

All Committee/Team decisions shall be documented.

### **6.3 Coordinating Team's power of empowerment**

The Coordinating Team may empower members of the Group to pass opinions, make statements, or act on behalf of the Group.

No member of the Group shall purport to pass an opinion, make any statement, or act on behalf of the Group unless authorised to do so by the Coordinating Team

### **6.4 Inter-committee/team conflict resolution**

Should there be a disagreement between the Coordinating Team and any other Committee/Team, a joint meeting of all Committees/Teams shall be held. Should this fail to resolve the disagreement, the view of the Coordinating Team shall prevail.

## **7. General Meetings**

### **7.1 The Annual General Meeting**

There shall be an Annual General Meeting of the Group in the last quarter of each calendar year, on a date fixed by the Coordinating Team. All members of the Group must be notified in writing at least four weeks beforehand.

At an Annual General Meeting, a representative or representatives of the Coordinating Team shall present a summary of the activities of the Group over the past year (including a summary of the Group's finances) and the approval of the Coordinating Team shall take

place. Any further issues raised by members shall then be discussed.

## **7.2 Extraordinary General Meetings**

Any member of the Group, supported by at least eleven other members, may instruct the Coordinating Team to call an Extraordinary General Meeting, to be held within four weeks. All members of the Group must be notified in writing at least two weeks beforehand.

At an Extraordinary General Meeting, any member present may propose motions to be discussed and voted on. The results of any vote shall be binding on the Coordinating Team, provided that the Extraordinary General Meeting has been attended by at least 25 members.

## **7.3 Special Dissolution Meetings**

Procedures for this special type of General Meeting are described in section 10.1.

# **8. Committee Communication and Meetings**

## **8.1 Frequency of meetings**

The Coordinating Team shall communicate regularly and meet as needed

## **8.2 Entitlement to attend meetings**

Any member of the Group shall be entitled to attend meetings of any Committee/Team, but only members of the Committees/Teams shall have a vote.

## **8.3 Notification of dates of meetings**

The Group shall aim to notify all members in writing of the dates of meetings of all Committees/Teams; however, there may occasionally be a need for impromptu meetings, for which this may not be possible.

# **9. Finance and Assets**

## **9.1 Non-profit-making status**

The Group shall be a non-profit-making organisation.

## **9.2 Funds and assets**

All funds and assets shall be the property of the Cam Valley Wildlife Group.

All assets shall be kept in the custody of members of the Group.

## **9.3 Record-keeping**

The Group shall keep accurate and complete records of its finances and transactions, and a summary shall be presented to the members at each Annual General Meeting.

The Group shall maintain an inventory of its assets and their custodians.

## **9.4 Accounting period**

The Group's accounting period shall run from 1st October each year to the 30th September

in the following year.

## **10. Dissolution of the Group**

### **10.1 Dissolution procedure**

The Group may only be dissolved in the following way:

1. A Special Dissolution Meeting shall be called to discuss the dissolution proposal. All members must be notified in writing of the proposal to dissolve the Group and given the reasons behind this proposal, and invited to the Special Dissolution Meeting with at least four weeks notice.
2. At the Special Dissolution Meeting, a vote shall be held on the proposal. Should three-quarters of the members present vote to dissolve the Cam Valley Wildlife Group, then a final Special Dissolution Meeting shall be called, to which all members must be invited, and given at least four weeks notice.
3. At the final Special Dissolution Meeting, should three-quarters of the members present vote to dissolve the Cam Valley Wildlife Group, then the Coordinating Team shall dissolve the Group within eight weeks.

### **10.2 Disposal of funds and assets upon dissolution**

In the event of a final decision to dissolve the Group, all funds and assets shall be donated to other organisations which share the aims of the Group, as agreed by the Coordinating Team.

## **11. The Constitution**

### **11.1 Breaches of the constitution**

Should any member believe that the constitution has been breached, they may inform the Coordinating Team, who must investigate the situation fully.

### **11.2 Alterations to the constitution**

Alterations to the constitution shall only be made at General Meetings. All members shall be informed of the proposed alteration at least two weeks before the meeting. The alteration shall only take effect if at least two-thirds of the members present vote in its favour.