



The
Constitution
of
Friends of Gipton Wood

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Adopted	July 2002		AGM
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1. Name and Purpose

- 1.1. The association shall be known as 'Friends of Gipton Wood' ('the Association').
- 1.2. The Association is a collective of individuals brought together for the conservation, restoration, management and improvement, and activities therein, of the area known as Gipton Wood ('the Woodland') in the area of Oakwood, Roundhay, Leeds, bounded by Roundhay Road, Oakwood Boundary Road and Copgrove Road, owned by Leeds City Council ('the Owner'), and for the achievement of its objectives and vision. ('the Purpose')

2. Vision

- 2.1. The vision of the Association is for Gipton Wood to be a thriving woodland, for nature, the community and the future.

3. Objectives

- 3.1. The objectives of the Association are:
 - a) To promote the conservation and protection of the Woodland and features therein, and to undertake, assist and encourage projects of environmental, natural and recreational benefit, and management of the Woodland, in partnership with the Owner.
 - b) To involve, as far as possible, the local community and other interested groups, organisations and agencies in the management and enhancement of the Woodland.
 - c) To promote the wellbeing and safety of those using the Woodland for access or recreational activities.

4. Friends of the Association

- 4.1. Any person willing to join the Association for the benefit of the Woodland, the Association's mutual benefit, and/or to undertake activities of and with the Association, shall be known as a Friend of the Woodland ('a Friend' or collectively 'the Friends').
- 4.2. A list of the Friends shall be held which may also be understood as a list of members of the Association.
- 4.3. There shall be no charge for being a Friend nor shall there be any compulsion for any level of activity with the Association.
- 4.4. The connection of a Friend with the Association may be terminated by unanimous vote of the Committee for good and sufficient reason at any time.

5. Committee and Officers of the Association

- 5.1. The policy and general management of the Association and its activities shall be conducted by the Committee of the Association ('the Committee'), which shall be accountable to the General Meeting of the Association.
- 5.2. The Committee shall consist of the Officers of the Association ('the Officers') elected by the Friends from amongst the Friends at the General Meeting and any co-opted members.
- 5.3. The Officers of the Association shall be:
- a) A Chairperson
The Chairperson will be responsible for the overall running of the Association and the Committee, shall chair meetings of the Friends, and be a co-signatory on the accounts of the Association.
 - b) A Treasurer
The Treasurer will be responsible for the management and oversight of the accounts of the Association, for fundraising, and will be a co-signatory on the accounts of the Association.
 - c) A Secretary
The Secretary will be responsible for the records of the Association, for the management of the list of the Friends and for the organisation and oversight of communication with the Friends by the Association.
 - d) Community Engagement
The Community Engagement Officer will be responsible for engaging the wider community, community associations, and organisations with the Wood and the objectives of the Association.
 - e) Youth Engagement
The Youth Engagement Officer will be responsible for leading family events, and liaison with schools and youth clubs and associations.
- 5.4. The Officers shall serve in their respective capacities on the Committee for a maximum of three years before seeking re-election.
- 5.5. In addition, any of the Friends may be co-opted to the Committee, as is deemed necessary by the Committee at their discretion or by the Friends at a General Meeting, who will serve until the next General Meeting.
- 5.6. From time to time the Friends may appoint an Honorary President to recognise persons of particular importance to the group. An Honorary President is a ceremonial role. An Honorary

President may be invited to join the Committee by the Chairperson as a co-opted member of that Committee. The Honorary President does not override those rights given to other Officers by this Constitution.

- 5.7. If a vacancy arises, the Committee may appoint a Friend to the vacancy until such a time as an appropriate meeting may be called to hold an election.
- 5.8. The Committee shall meet at least once every quarter.
- 5.9. The Committee may form sub-committees as it deems necessary and set their terms of reference.
- 5.10. The Committee are responsible for the production of the Annual Report and Statement of Accounts of the Association.

6. Meetings of the Association

6.1. Annual General Meeting

- 6.1.1. Once a year in the first quarter of the financial year, the Committee shall convene an Annual General Meeting ('General Meeting') of the Association.
- 6.1.2. At the General Meeting the Committee will present the Annual Report and Statement of Accounts of the Association to the Friends for approval.
- 6.1.3. The General Meeting shall be advertised to the Friends and the community 28 days before it is held and shall be held in an accessible venue within the area local to the Woodland.
- 6.1.4. The General Meeting will include on its agenda:
 - a) The election or confirmation of the Officers, and of any of the Friends co-opted to the Committee as necessary;
 - b) The consideration of any amendments to the Constitution;
 - c) The approval of the Annual Report and Statement of Accounts of the Association;
 - d) The confirmation of the workplan or proposed activities for the Association for the next year; and
 - e) Any other business.

6.2. Other meetings

- 6.2.1. The Committee will hold at least one meeting of the Friends every quarter to discuss the workplan for the Association, giving 21 days notice.

6.2.2. The Committee shall organise regular working parties of the Friends for the undertaking of activities. These shall usually take place on the first Saturday of each month, but other work parties for special projects may be arranged with notice to the Friends.

6.2.3. An Extraordinary General Meeting may be called at the discretion of the Committee or by petition of 10 Friends, and held with 21 days notice.

6.3. Voting

6.3.1. All voting other than that referenced in clause 10.2 shall be by simple majority of the Friends present.

6.3.2. In the event of a tied result the Chairperson shall have the casting vote.

6.3.3. A minute of all meetings of the Friends shall be taken.

7. Finances

7.1. Accounts

7.1.1. The Association will hold accounts to manage the funds of the Association ('the Accounts').

7.1.2. The Accounts shall be managed in line with good accounting practice and shall be the responsibility of the Treasurer to account for their management to the Friends in the Annual Statement of Accounts that shall be presented at the General Meeting.

7.1.3. The Accounts shall be audited annually by an independent person appointed by the Committee.

7.1.4. The Treasurer and Chairperson shall be co-signatories to the Accounts.

7.1.5. In the event of the Association being dissolved, any remaining funds shall be transferred to neighbouring similar association(s) at the discretion of the Committee, or by arbitration of the Owner if the Committee cannot reach a consensus.

7.1.6. The Association shall hold a financial reserve to cover at least two years of recurring costs.

7.2. Fundraising

7.2.1. Any funds raised by the Friends for the Association shall be for the Purpose of the Association in pursuit of its Vision and Objectives and aligned to the workplan of the Association and for no other purpose.

7.2.2. It shall be the responsibility of the Treasurer to ensure that all funds raised by the Friends for the Association are accounted for through the Accounts.

8. Inclusivity

- 8.1. The Association commits to the Equality Act 2010, and seeks to make itself as inclusive as possible so that anyone may feel welcome and able to support its objectives and participate in its mission.
- 8.2. The Association will hold an equality, diversity and inclusion policy and a safeguarding policy to inform its approach.

9. Compliance

- 9.1. The Committee shall uphold the Constitution of the Association and work for the improvement of the Association.
- 9.2. The Association shall comply with all statutory and regulatory frameworks relevant to its constitution and legal standing, and maintain any policies as appropriate to inform and embed its approach.
- 9.3. The Association will comply with all Byelaws, regulations and requirements of the Owner in all its activities.
- 9.4. The Association will comply with requirements of the General Data Protection Regulations applicable to the information that it holds and to its activities.
- 9.5. The Association will hold Public Liability Insurance and ensure compliance with the terms of that insurance in all its activities.

10. Amendments to the Constitution

- 10.1. Any amendments to the Constitution of the Association must be proposed to the Committee not less than 28 days before the date of the General Meeting at which they are to be discussed.
- 10.2. Amendments to the Constitution of the Association must be supported by two-thirds of the Friends present at the General Meeting at which they are discussed.
- 10.3. In the event of a tied result the Chairperson shall have the casting vote.

11. Dissolution

- 11.1. If the Committee, by simple majority, decides at any time that on the ground of expense or otherwise it is necessary or advisable to dissolve the Association it shall call an Extraordinary General Meeting (6.2.3.).
- 11.2. Notification of the proposal must be given at the time of advertising the EGM and provision made for raising awareness of the proposal with the community.

- 11.3. If the resolution is confirmed by simple majority of those present at the EGM, the Committee shall have the authority to dispose of the assets of the Association, notwithstanding 7.1.5.