

Constitution and rules of Friends of Dallington Village

The name of the Group shall be Friends of Dallington Village (FODV) which is a non-profit making body, aimed at protecting, promoting and enhancing Dallington Village and Conservation Area.

1. Preliminary

In these rules

- i. Chair, Secretary and Treasurer are hereafter referred to as the Officers.
- ii. The Officers and other Committee Members are hereafter referred to as the Management Committee.
- iii. Attendees signed in at any public meeting will be referred to as Members
- iv. The expression "FODV " means the group constituted by these rules.
- v. The expression "Management Committee" means the FODV Committee as hereinafter constituted.
- vi. The expressions "Secretary" and "Treasurer" mean the "Honorary Secretary" and "Honorary Treasurer" for the time being of FODV.
- vii. The expressions 'This constitution' and 'These rules' includes any amendment thereof for the time being in force.
- viii. The FODV shall not distribute profits and shall apply all of its income to the furtherance of the objectives below.
- ix. The expression 'The Village' and "defined areas" shall mean the Dallington Village and its associated Conservation Area in its entirety (as defined in the attached appendix 2 of the WNC Conservation Area review, 2011).
- vii. All the activities operation and work of FODV shall be controlled by a Management Committee consisting of not less than four people.

2. Objectives

The objectives of FODV shall be:

- i. To enhance the general appearance of the village by providing a focus for the organisation of, and in tandem where necessary, support to the local services already provided (eg by the local council). This includes activities such as maintenance and/or provision of flower beds, hanging baskets, litter picking, grass cutting etc, and liaison with Council if statutory services are not being delivered.
- ii. To act as a focus for the commissioning and/or organisation of social and/or fundraising events for the benefit of the village
- iii. To act as a liaison point for social issues relating to the village eg flooding, litter, fly tipping etc, if not already covered by statutory responsibilities.

- iv. To act as a liaison to local (non-business) amenities within the Village Conservation boundary (such as Dallington Tennis Club) who might themselves wish to enhance the social life of residents by holding or promoting fundraising activities, tennis events etc.
- v. To raise awareness of the group among other voluntary and statutory groups, so that new and existing initiatives can be identified, and to exchange information and advice with them.
- vi. To stimulate public interest in, and care for, the beauty, history and heritage of the Village;
- vii. To encourage active conservation of the area;
- viii. To encourage high standards of planning and architecture in harmony with the Village environment.
- ix. To improve the Village for the benefit of the inhabitants of the community.
- x. To encourage the goodwill and involvement of the wider community;
- xi. To foster community spirit and encourage civic pride.
- xii. FODV shall pursue these objectives solely by charitable means including: meetings, lectures, publications, conferences and publicity;
- xiii. The promotion of schemes of a charitable nature;
- xiv. Drawing issues to the attention of the appropriate bodies; and
- xv. Formation of sub-groups in response to specific issues or opportunities;
- xvi. Collaborating with other societies or organisations in areas where there are similar aims.

3. Membership

- i. Membership of the FODV Management committee shall be open to all individuals residing within the defined Dallington Conservation area who share the same aims and interests as those of FODV; participation in public meetings is open to all, provided they have read the 'Rules of Participation' and have signed the attendance form (both provided by the Secretary at the start of all public meetings), a record of which will be kept by the Secretary; only members from within the conservation area will be allowed to vote in FODV matters.
- ii. Notwithstanding, in the interests of transparency and community harmony, views will be warmly welcomed from those living within the immediately adjacent local communities.
- iii. If membership is turned down or revoked, an individual may appeal to the whole committee, at a meeting convened for that purpose. The decision of the whole committee is final.
- iv. Eligibility for membership may be revoked if a member is found to have brought the organisation into disrepute.
- v. Anyone applying for membership must supply their name, position (if an organisation), address including postcode plus email address and telephone number (if they have one) in order that the Secretary can ensure that they are notified of meetings and data can be kept for funding application and voting purposes.
- vi. These details will be safeguarded under the GDPR code of conduct.
- vii. Members must abide by the FODV Code of Conduct (Available from the Secretary)

4. Members of the FODV shall be entitled:

- i. To attend and vote at meetings of FODV in accordance with definitions in para 3.i and 3.ii above.
- ii. To attend events organised by FODV.

- iii. To receive any newsletter and any other notices giving details of events organised by the FODV.

5. Meetings: NB. The terms 'Special' and 'Extraordinary' meetings shall herein have the same meaning.

If circumstances permit, no less than three open meetings per annum will be held. Additionally, an Annual General Meeting will be held as soon as possible after the end of the financial year. All members shall be entitled to receive notice of, attend and speak at such meetings.

At the Annual General Meeting, the following business shall be transacted: -

- i. Election of Officers
- ii. Appointment of an independent auditor who is not a FODV committee member.
- iii. The FODV shall maintain and present financial accounts and keep full records that shall identify all its income and expenditure, and shall separately identify in these accounts the receipt and application of all contributions or grants received.
- iv. Any other business for the AGM is subject to 21 days' notice, in writing, to the secretary.
- v. Each eligible member present will be entitled to cast one vote. At the AGM only proxy votes submitted *in writing to the secretary* will be allowed; The Chair shall have the casting vote.
- vi. The Secretary shall, within 28 days, give notice of any Special or Extraordinary Meeting of FODV upon receipt of a written requisition signed by no less than a quorum, which shall be five voting members, or at the request of the Management Committee. The requisition shall specify the business to be transacted at such meeting and no other business shall be transacted at the meeting.

6. Management Committee:

The Management Committee shall be responsible for general administration, management and control of the affairs and property of FODV.

- i. The Management Committee shall consist of the Chair, Secretary and Treasurer (the Officers), and not less than two other members.
- ii. The Chair is elected for three years, Secretary and Finance Officer for two years.
- iii. Other members of the Management Committee shall be elected each year.
- iv. All members of the committee may serve two consecutive terms. They may submit for re-election thereafter only if no suitable replacement is available (or willing) to stand.
- v. Any individual who is eligible for membership may stand for election onto the Management Committee. They should inform the Secretary of their intention to stand for election at least seven days prior to the AGM. If they are unable to attend the AGM, they may ask to be nominated by the membership through the Chair.
- vi. The Management Committee shall have the power to co-opt any member of FODV to be a member of the Management Committee and to fill any casual vacancy. The Management Committee shall also have the power to appoint advisors each year at any time.

7. Finance

Application of income and property:

- i. The income and property of **FODV** shall be applied solely towards the promotion of the stated objectives.
- ii. A Committee Member be reimbursed from, the property of 'the group' reasonable expenses incurred by him or her when acting on behalf of **FODV**.
- iii. None of the income or property of **FODV** may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member of 'the group'. This does not prevent:
 - a) A member who is not also a member of the Management Committee from receiving reasonable and proper remuneration for any goods or services supplied to 'the group'
 - b) A Management Committee member from buying goods or services from 'the group' upon the same terms as other members or members of the public.
- iv. Where funds are received by donation, grant, gift, bequest or otherwise for specifically defined purposes, such funds shall be held as restricted funds and shall be used only for the purposes defined by the donor(s). They shall be reported in the accounts as restricted funds. Any unspent balance shall be returned to the donors or to their trustees, or otherwise used only as the donors or trustees require or permit.
- v. In the absence of such requirement or permission, after reasonable notice to the donor(s) or trustee(s), the Management Committee shall apply such funds to purposes as near as possible to those for which they were granted.
- vi. Any money acquired by FODV, including donations, contributions and bequests, shall be paid into an account operated by the Management Committee in the name of FODV. All funds must be applied to the objectives of FODV and for no other purpose.
- vii. Bank accounts shall be opened in the name of FODV. Any deeds, cheques etc relating to FODV bank account shall be signed by at least two committee members, one of whom must be an Officer.
- Viii. Any income/expenditure shall be the responsibility of the Treasurer who will be responsible for ensuring funds are utilised effectively and that FODV stay within budget. Official accounts shall be maintained, and will be examined annually by an independent party who is not a member or relation of FODV committee members. An annual financial report shall be presented at the AGM. The Groups accounting year shall run from 01 April to 31 March.
- vii. All financial documents must be retained for 7 years.
- viii. A petty cash float will be issued for any events held by FODV. The float must be counted and signed for by the recipient. Any expense incurred for the event must be supported by a receipt. All monies must be counted by two committee members, and a petty cash form completed. Monies, receipts and forms must be handed to the treasurer, who will ensure funds are banked within three working days.
- ix. The role of the independent auditor is to examine the financial records at the end of each year and confirm they are correct reflection of the years' transactions.

8. Informalities

No action or decision of the Management Committee or any meeting of FODV shall be invalidated by reason of informality, failure to appoint or defect in appointment, or neglect in any service of notices, or in any matter of procedure, unless in the opinion of the Management Committee such informality or neglect has resulted in a situation that is unjust.

9. Notice

Any notice required to be given by these rules shall be deemed to be duly give if emailed, left at, or sent by prepaid post to the address that member last notified to the secretary.

10. Alterations of the constitution

- i. Any changes to this constitution must be agreed by a 2/3 majority vote at an Extraordinary General meeting.
- ii. Amendments to this constitution or motion for the dissolution of FODV must be conveyed to the Secretary formally, in writing. The Secretary and other officers shall then decide on the date of a special general meeting to discuss such proposals, giving members at least 28 days' advance notice.

II. Dissolution

- i. FODV may be dissolved only by an AGM or by a special meeting of the membership called for that purpose upon the recommendation of the Management Committee.
 - ii. FODV may be dissolved by a two thirds majority of members present at any public meeting called for this purpose, or by voting at an annual general meeting or special general meeting held not less than 14 days after the previous meeting.
 - iii. If a motion for the dissolution of FODV is to be brought to an annual general meeting then this motion shall be specifically referred to when notice of the meeting is given.
 - iv. In the event of the dissolution of FODV, after the payment of all expenses and the settling of all liabilities properly incurred/ any remaining monies shall be used for FODV stated objectives, or passed to another group with similar objectives chosen by the Management Committee and approved by a special meeting of FODV at which the decision to dissolve FODV is confirmed.
- v On dissolution, the minute books and other records of FODV will be deposited with the Records Officer at West Northants Council.

This constitution was adopted at the meeting of the Friends of Dallington at(Venue)..... (Date).

1. Signed (Chairman).....

2. Signed (Treasurer).....

3. Signed (Secretary).....

4. Signed Member.....

5. Signed Member.....

6. Signed Member.....

7. Signed Member.....

8. Signed Member.....