Constitution of the Friends of Fairy Dell

1. The organisation shall be called The Friends of Fairy Dell, hereafter referred to as 'the organisation.'

2. Aims and objectives

   The aims and objectives of the organisation are:

   a. To promote Fairy Dell as an area of natural beauty; and to enable people of all ages and abilities to access and enjoy the area
   b. To manage the area as a natural woodland and nature resource
   c. To encourage, develop and promote educational and recreational activities and programmes
   d. To actively promote a safe environment and to encourage the responsible use of amenities by all
   e. To create a management system which will sustain and develop the above aims and objectives into the future
   f. To involve local people in maintaining and developing Fairy Dell as a resource for the local community and surrounding area.

3. Achievement of aims and objectives

   The organisation shall achieve its aims and objectives in the following ways:

   a. By working with other organisations and people having compatible aims and objectives, including:
      i. Middlesbrough Borough Council, who owns the land
      ii. Statutory agencies
      iii. Conservation bodies
      iv. Voluntary organisations

v. Schools and other educational bodies

vi. Local communities

b. By actively promoting the organisation and Fairy Dell, for example using a web site, social media, notice boards, in the local press, radio, newsletters and advertising

c. By applying for grants to fund the aims and objectives identified

d. By organising and running events in Fairy Dell and/or other locations

e. By involving local people in maintaining and developing Fairy Dell as a resource for the local community and surrounding area

f. By having a Committee.

4. The Committee

The Committee will be made up of members of the organisation, comprising Officers and co-opted members:

a. The Officers of the organisation will be:- Chairperson, Secretary, Treasurer, Membership Secretary, Deputy Chairperson, Deputy Secretary, Deputy Treasurer, ICT Officer and Task Days Co-ordinator

b. The Chairperson will conduct meetings and have the deciding vote in a deadlock situation

c. The Secretary will record the minutes of all the organisation's meetings. He/She will be responsible for all correspondence appertaining to the business of the group. He/She will be the first point of contact for the group

d. The Treasurer will keep accurate accounts of the finances of the organisation's funds, although the Committee as a whole is ultimately responsible for the management and decision making regarding all monies held in the account. The four previously named officers may be cheque signatories – any two signatures will be required per cheque. Signatories shall not be related or living together. The funds of the organisation may only be used to achieve the aims and objectives of the organisation. The accounts should be available for reasonable inspection by members and these accounts shall be audited annually prior to the Annual General Meeting. The Committee is empowered to apply for funding to meet the group's objectives

e. The Membership Secretary will be responsible for managing the membership list and for recruitment
f. If a member of the Committee resigns the Committee may appoint a member of the organisation in his/her place until the time of the next Annual General Meeting
g. The ICT Officer will be responsible for maintaining information and communications technology
h. The Task Days Co-ordinator will be responsible for organising work programmes for task days and related activities
i. Additional members may be co-opted to the Committee as necessary. Co-opted members will not have a vote
j. Any Officer may represent the organisation at any public activity/ meeting provided they have approval from the Chairperson to do so.

5. Election of Officers

a. All Officers shall be elected at the Annual General Meeting (AGM) from, and by, the members of the organisation
b. All Officers are elected for a period of one year but may be re-elected to the same office or another office the following year
c. Nomination of candidates for election of Officers should be made in writing to the Secretary at least 14 days in advance of the AGM date. Nominations can only be made by members and must be seconded by another member.

6. Meetings

a. **General Committee Meetings**
    i. A quorum for a General Committee Meetings shall be two officials plus four members. (This definition of a quorum will apply to all meetings listed below)
    ii. The meeting will be taken by the Chairperson or, in His/ Her absence, by the Deputy Chairperson, or by any Officer attending the meeting, by agreement of the meeting

iii. Decisions made will be by a simple majority of votes from those members attending the meeting

iv. Each member will be entitled to one vote at General Committee Meetings, except In the event of equal votes when the Chair shall be entitled to an additional casting vote

v. There shall be a minimum of four General Committee Meetings per year.

b. **Annual General Meeting**

i. The Annual General Meeting (AGM) shall be held in November of each year

ii. 21 days written notice shall be given to every member and by posting the notice on the organisation's notice boards

iii. Members must advise the Secretary in writing of any business to be moved at the AGM –at least 14 days before the meeting

iv. The Secretary will circulate the agenda for the meeting to members not less the 7 days before the meeting

v. The business of the AGM shall be to:

- Confirm the minutes of the previous AGM and any General Committee Meetings held since the last AGM
- Receive audited accounts from the Treasurer
- Elect the officers of the organisation for the following year
- Transact such other business received in writing by the Secretary from members 14 days prior to the meeting and included on the agenda
- The Chairperson will present a report outlining the activities of the organisation in the previous year and how the funding of the organisation received has been used to carry out its aims and objectives.

c. **Special General Meeting**

A Special General Meeting of the organisation may be called when a significant number of people, as judged by the Committee, believes there should be a meeting.

d. **Sub-committees** may be formed as required. They shall not have executive rights in themselves (except where this is expressly delegated by the Committee) but ideas must be presented to a General Committee Meeting for a vote of action.

7. Alterations to the Constitution

a. Any proposed alterations to the organisation's constitution may only be considered at an Annual or Special General Meeting convened with the written notice of the proposal.

b. Any alteration or amendment must be proposed by a member of the organisation and seconded by another member. Such alterations shall be passed if supported by not less than two thirds of the members present at the meeting assuming that a quorum has been achieved.

8. Membership

a. Membership of the organisation shall be open to any person, regardless of race, age, gender, sexual orientation or ability who completes a membership form, however only members 18 years of age or over shall have voting rights

b. The Committee may refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of the organisation to refuse the application. However the Committee must:

   i. Inform the applicant in writing within 21 days of the decision

   ii. Consider any written representations the applicant may make about the decision

   iii. Notify the applicant in writing of its decision following any written representation writing; but shall be final

c. Members may be co-opted to the Committee as necessary but will not have voting rights.

9. Payments or benefits

No member shall receive payments or benefits from the work of the organisation; allowance being made, however, for out of pocket expenses.

10. Dissolution

a. If the Committee decides that the organisation should be dissolved it shall call a meeting of all members giving 21 days notice.
b. The proposal to dissolve the organisation will be confirmed if two thirds majority of all members present and voting agree to this.
c. In the event of the group being disbanded any funds accumulated will, if identifiable, be returned to the funding source. Otherwise they will be directed to a similar non-profit making community group. The remaining members of the group will make the decision on the distribution of the funds by a simple majority vote.

Date of Amended Constitution: 10 November 2026

Signed and Agreed by

Position:	Chair	Secretary
Name:		
Signature:		
Date:		Date: