

Friends of Wardie Playing Fields Constitution

Name

The name of the group shall be Friends of Wardie Playing Fields (“the Friends”)

Aims

1. To preserve Wardie Playing Fields (“WPF”) as an open green space for present and future generations to enjoy.
2. To protect and enhance WPF’s environment, including its biodiversity.

Ways to Achieve the Friends’ Aims: WFG will *inter alia*:

1. Organise, carry out and promote practical improvement of WPF.
2. Publicise the Friends’ activities.
3. Take such other reasonable action as the Management Committee believe would help WFG to achieve its aims.
3. Work with Edinburgh Council, Edinburgh Leisure, Broughton Rugby Club, Wardie Primary School and any other appropriate parties.
4. Make representations to Edinburgh Council (including to elected councillors), Edinburgh Leisure, Trinity Community Council and other appropriate bodies of its views about any planning applications or other proposals likely to affect WPF.

Membership

1. Membership shall be open to anyone who lives in the area defined as follows: east of Pilton Drive North and Pilton Drive, north of Ferry Road, west of Craighall Road and, within these boundaries, as far north as the Firth of Forth
2. There shall be an annual voluntary contribution of £2 or more to be collected at the AGM. This shall be reviewed at each AGM.
3. The Management Committee may deny membership to anyone whose membership it believes, acting reasonably, to be, or to have become, detrimental to the aims or activities of WFG.
4. The Management Committee may by exception accept a membership application from someone who lives outside the area as defined in clause 1 of this Membership section if it believes that their membership would be especially useful in fulfilling the aims of the Friends.
5. Anyone denied membership has the right to be heard by the Management Committee, but any decision about individual memberships by the Management Committee made after such a hearing, or without a hearing if none has been requested, shall be final.
6. The Management Committee may offer affiliate membership to other appropriate parties if it considers that this would help WPF’s activities. Such membership would have no voting rights and would not require a subscription to be paid.

Management Committee

1. The Friends shall be administered by a Management Committee.
2. The Management Committee shall have no fewer than four and no more than fourteen members.

3. The Management Committee may co-opt additional members at any time. Such members shall be subject to re-election at the Annual General Meeting ("AGM") in the same way as all other members.
4. The Management Committee is subject to re-election at each AGM.
5. The officers of the Management Committee shall be (a) a Chair, (b) a Secretary and (c) a Treasurer and any such additional officers as the Management Committee deems necessary.
6. The Management Committee shall meet at least twice in any calendar year.
7. At least three members must be present for a meeting to be quorate.
8. Voting shall be by majority, by a show of hands. The Chair shall have a casting vote if the vote is tied.
9. An agenda shall be prepared for all meetings. Meetings shall be minuted.
10. At its first meeting the Management Committee shall decide the dates of the Friends' financial year.
11. At its first meeting the Management Committee shall agree on the procedures to be used for calling and organising its meetings. The Management Committee may change these as circumstances require.
12. The Management Committee may set up *ad hoc* sub-committees or working groups.
13. The Management Committee shall have the responsibility of arranging insurance required for any Friends activity.

Membership Meetings

1. The Management Committee shall call at least one Membership Meeting each year, which may also be the AGM. Such meetings shall not occur at intervals of fewer than three months or more than nine months. They shall take place at a suitable venue within the boundaries of TCC, and on a day and at a time judged by the Management Committee to be convenient for as many members as possible.
2. All members shall receive at least fourteen days' notice of such meetings.
3. The quorum shall be six members, of whom at least three shall not be members of the Management Committee.
4. The purpose of the meetings shall be to review The Friends' activities and to consider what future activities should be undertaken.

AGM

1. An AGM shall take place no more than 15 months after the date of the adoption of this constitution, and subsequently at intervals of no less than 11 months and no more than 14 months. AGMs shall take place at a suitable venue, and on a day and at a time judged by the Management Committee as likely to be convenient for as many members as possible.
2. All members shall be notified at least fourteen days in advance of each meeting.
3. The business of the AGM shall include the presentation of written reports from the Chair, who shall discuss and review the previous year's activities, and Treasurer, who shall present the accounts for the previous financial year.
4. The Management Committee shall be subject to re-election.
5. The quorum shall be six members, of whom at least three shall not be members of the Management Committee.
6. The AGM shall be open to any members of the public to attend, although only members of the Friends shall have the right to vote.
7. The Management Committee shall decide how to publicise the AGM to the public, taking account of the costs and effort involved.

Finance

1. All money contributed to the Friends shall be used only in the pursuit of the Friends' aims.
2. The Treasurer shall have the responsibility of opening bank accounts, with the approval of the Management Committee.
3. The Management Committee shall nominate four members, of whom two must be signatories of any cheques issued.

4. The Management Committee may decide to use electronic banking or such other banking facilities as it deems appropriate, bearing in mind the need for adequate controls and the principles of prudent financial management.
5. The Friends shall not have the authority to borrow any money without the approval of the membership at an AGM or a Membership Meeting.
6. The Management Committee may from time to time wish to ask Friends members to make a donation in addition to their voluntary contribution. Any such donations must be approved at a Membership Meeting.
7. It is recognised that the Friends may wish to raise funds from external donors or grant-giving bodies. Any funding proposal must be recommended by the Management Committee and approved at a Membership Meeting.
8. The Management Committee shall decide the dates of the Friends' financial year.
9. No management committee member may be given any remuneration by the Friends group for carrying out his/her duties as a management committee member.

Alteration of the Constitution

1. All proposals to alter this constitution may be delivered by any member to the Secretary in writing but must be supported in writing by at least one other member.
2. The Management Committee shall organise a Membership Meeting, at which any change to the constitution shall take effect only with the approval of two thirds of those present.(and the quorum of 6 is met as defined under section: Membership Meetings no 3)
3. If the Membership Committee deems it reasonable, any proposed alteration to the constitution may be considered at an AGM, bearing in mind the timing of such an AGM and the practicalities of arranging it.
4. For the avoidance of doubt, the agenda of any Membership Meeting, or AGM, at which such a constitutional change is proposed need not be limited to discussion of the proposed change.
5. Any proposed constitutional change that is not approved in accordance with 2 above may not be considered again for at least 18 calendar months, unless the Management Committee recommends the change in order for the Friends to be able to raise funding or to help the Friends achieve any of its Aims.

Dissolution of WFG

1. The Friends does not have a dissolution date.
2. Nevertheless, a proposal for a dissolution of the Friends may be delivered by any member to the Secretary, provided it is supported by at least three other members.
3. Exactly the same procedure shall be used as in the Alteration of the Constitution section above, except that no dissolution proposal shall take effect as long as at least ten members vote against it (which may be either/or committee members and/or ordinary members. The usual requirement for a quorum of at least 3 non-management committee members is not required). For the avoidance of doubt, this provision applies even if more than two thirds of those members present vote in favour of a dissolution.
4. Notwithstanding the above, no proposal for a dissolution shall be considered unless at least 24 months have elapsed since the last such proposal.
5. If a dissolution is approved, any money remaining after all outstandings have been paid shall be disbursed to the members in equal shares, irrespective of how long each one has been a member.

Adoption of the Constitution

This constitution was adopted by the members present at a Membership Meeting held on.....

Signed:

-----(Chair)

-----(Secretary)

-----(Treasurer)