

CAM VALLEY FORUM: CONSTITUTION

1) NAME:-

The name of the group shall be The Cam Valley Forum, hereinafter referred to as 'the Group'

- 2) AIMS/OBJECTS:- The Group aims to work with other organisations and individuals:
- a) to conserve and enhance the beauty and wildlife value of the valleys of the River Cam and its tributaries;
 - b) to encourage best practice in the management of the river and adjacent land in the interests of biodiversity;
 - c) to conserve and improve the water quality and river levels of the Cam and its tributaries;
 - d) where appropriate, to extend public access to floodplain areas without endangering habitats and species of conservation priority;
 - e) to increase public understanding of the river and its environment.

3) POWERS:-

The Group shall have the power to employ staff, to hold property and equipment, to raise money, and to do all such other lawful things as are necessary for the achievement of its aims.

4) (a) MEMBERSHIP:-

- i) Membership shall be open to all those who support the aims and objects of the Group.
- ii) Individuals shall become members of the Group at the discretion of the Management Committee and must subscribe to the aims of the Group.
- iii) Corporate members, at the discretion of the Management Committee, shall be such societies, associations, educational institutions or businesses as are interested in actively furthering the purposes of the Group. A corporate member shall appoint a representative to vote on its behalf at all meetings but before such representative exercises his or her right to vote the corporate member shall give particulars in writing of such representative to the Honorary Secretary of the Group.
- iv) All members shall pay such subscriptions for membership as determined by the Management Committee.
- v) No member shall have power to vote at any meeting of the Group if his or her subscription is in arrears at the time.

4) (b) TERMINATION OF MEMBERSHIP:-

Individuals shall cease to be members of the Group:-

- i) For failure to satisfy the membership requirements as stated by Clause 4(a) above or for serious breaches of any other rules of the Group as laid down by

the Management Committee PROVIDED THAT the individual member concerned or their representative has had the right to be heard by the Management Committee before the final decision is made. There shall be the right of appeal to an independent arbitrator appointed by mutual agreement.

- ii) Upon the receipt by the Secretary or the Chair of a written notification of the intention from the member concerned.

5) MANAGEMENT COMMITTEE:-

- i) The Group shall be managed and administered by individuals directly nominated by and from the Group's membership and elected at the Annual General Meeting to a Management Committee (hereinafter referred to as 'the Committee').
- ii) Nominations for the election of officers shall be made in writing to the honorary secretary at least 14 days before the Annual General Meeting. Such nominations shall be supported by a seconder and the consent of the proposed nominee must first have been obtained. The elections of officers shall be completed before the election of further committee members.
- iii) Nominees for election as officers or committee members shall declare at the annual general meeting at which their election is to be considered any financial or professional interest known or likely to be of concern to the Group.
- iv) The Committee shall be composed of a Chair, an Honorary Treasurer and an Honorary Secretary plus not fewer than 3 other elected members.
- v) In addition to the elected members, the Committee may co-opt further members at its first meeting following the Group's Annual General Meeting. Co-opted members shall have the power to vote.
- vi) The Committee shall have the power to set up sub-committees, working parties, and ad hoc committees to address specific tasks that may be raised during the lifetime of the Group. Such sub-committees shall be chaired by a member of the Committee. All acts and proceedings of such sub-committees shall be reported back to the Committee.
- vii) The Committee shall have the power to appoint individuals to fill any vacancies that may occur. Such appointees shall hold office until the next Annual General Meeting is held.

6) COMMITTEE MEETINGS:-

- i) The Committee shall meet at least 4 times a year.
- ii) The Secretary shall be responsible for the preparation and distribution of agendas and notices of the meetings.
- iii) Notice of the meeting stating the time, date and venue shall be sent to all committee members 7 days before the date of the meeting.
- iv) The Secretary shall be responsible for keeping a proper record of minutes of the Committee meetings.
- v) Quorum:- A minimum of three or one third of the voting committee members (whichever is the greater) must be present for members to take any decisions on behalf of the Group. The Chair shall have a second or casting vote.
- vi) Staff employed by the Group may attend and address Committee meetings but shall not be entitled to vote.

- vii) Committee meetings shall be conducted in accordance with the rules drawn up and revised as necessary by the Committee.

7) DECLARATION OF INTEREST:-

It shall be the duty of every officer or member of the Committee or any Sub-Committee who is in any way directly or indirectly interested financially or professionally in any item discussed at any Committee meeting at which he or she is present to declare such interest and he/she shall not discuss such items (except by invitation of the Chairman) or vote thereon.

8) ANNUAL GENERAL MEETINGS:-

- i) The Committee shall arrange an Annual General Meeting for the purposes of:
 - a) reporting to its members the Group's activities for the year
 - b) receipt and approval by membership of the Group's audited accounts
 - c) electing new officers and members of the Committee
 - d) electing auditors
 - e) resolving any other proposals that members may have submitted.
- ii) The Annual General Meeting shall be held at the end of the financial year in or about February/March and no more than 13 months from the date the last Annual General Meeting was held.
- iii) Notice of the Annual General Meeting shall be sent to all members 21 days before the date of the meeting. This shall be the responsibility of the Secretary or, in his/her absence, that of the Chair.
- iv) The Chair of the Committee shall chair any General Meeting. In his/her absence, members present may elect any of the Committee members present to chair the meeting.
- v) Any members of the Group wishing to include motions at the Annual General Meeting shall be required to submit them in writing to the Secretary not later than 28 days before the date of the meeting. Any motions to be adopted shall require to be agreed by a simple majority of the voting members present.
- vi) Any resolutions for the alteration of the constitution must be received in writing by the Secretary not less than 28 days before the Annual General Meeting. All members shall be given 14 days' notice of the meeting by the Secretary stating the time, date and venue and the wording of the proposed alteration(s).
- vii) Ten members personally present shall constitute a quorum for a meeting of the Group.
- viii) Each member of the Group shall be entitled to one vote. The Chair shall have a second or casting vote.

9) SPECIAL GENERAL MEETINGS:-

The Committee may call a Special General Meeting of the Group at any time. If at least ten or at least 10% whichever is the greater members request such a meeting in writing stating the business to be considered the Secretary shall call such a meeting.

At least 21 days' notice must be given and the notice must state the business to be discussed. Only the business for which the meeting was called may be discussed. Any alterations to the constitution shall require the approval of two-thirds majority of the voting members present at a Special General Meeting.

10) ACCOUNTS/FINANCE:-

- i) All monies raised by or on behalf of the Group shall be applied to further the objectives of the Group and to no other purpose.
- ii) The Treasurer shall be responsible for keeping proper books and records of accounts, opening a Bank Account or accounts in the name of the Group and drawing up annual accounts and presenting a report to the Annual General Meetings.
- iii) The Accounts shall be audited once a year prior to the AGM by one or more independent auditors, who are not members of the Committee. Auditors shall be appointed by the Annual General Meeting.
- iv) Each cheque and other instruction to the Group's bankers shall bear the signatures of two Committee members one of whom shall be the Treasurer.

11) WINDING UP /DISSOLUTION:-

If the Committee by a simple majority decides at any time that, on grounds of financial difficulties or otherwise, it is necessary or advisable to dissolve the Group, the Committee shall call a Special General Meeting of all members, giving them at least 21 days' notice and stating the terms of the resolution to be proposed at the meeting. If the proposed resolution is confirmed by a two-thirds majority of members present and voting at the meeting, the Committee shall have the powers to dispose of any assets held by or in the name of the Group. Confirmation of the dissolution must be confirmed by a simple majority of members present and voting at a further Special General Meeting to be held 21 days later. Any assets remaining, after the satisfaction of any proper debts and liabilities, shall be transferred to a charitable organisation having aims and objectives similar to the Group.

This constitution was adopted as the Constitution of the Cam Valley Forum at a Public Meeting held in the Village Hall, Grantchester on 14 December 2000.

Signed.....Chair

Signed.....Secretary