

## GROUP NAME

### CONSTITUTION AND RULES

#### Name and Object

1. The name shall be GROUP NAME. (Referred to below as 'the Group')
2. The objects of the Group shall be to:
  - share the VMCA with others
  - learn, survey and work together
  - teach all generations a hidden respect for wildlife and nature
  - educate people to look after their own landscape and stress its importance to others
  - celebrate the wildlife and landscape
  - conserve the shore and make people more aware of it and what a vital resource it is
  - promote awareness, education and conservation.

#### Powers

3. For the pursuit and fulfilment of the Group's objects its powers shall include involvement, discussion and liaison on conservation matters, publication, the arrangement of lectures, outdoor events and activities for members of the Group and the general public, the arrangement of suitable insurance for the foregoing, the raising and utilisation of funds.

#### Membership

4. The Group shall have a Steering Group comprising four officers, namely Chairman, Vice-Chairman, Secretary/Coordinator, Treasurer, and any other members considered necessary for the efficient administration of the relevant section.
5. The Chairman of the Steering Group shall be the Chairman of the Annual General Meeting.
6. Membership of the Group will be open to any member of the general public with an interest in GROUP FOCUS in the AREA. Membership shall be by subscription. Every member on joining either section implicitly undertakes to comply with these rules.

#### Subscriptions

7. There shall be two categories of membership: [full/ adult] membership and junior membership. [Or just say that membership shall be by subscription and the steering group may decide categories and fees]. The annual subscription for each category of membership shall be such sum as the officers of the Steering Group may from time to time prescribe. The annual subscription shall be payable on joining and thereafter on the [1st day of January] in each year. Any member failing to make payment of his or her annual subscription before the 1st March shall be deemed to have resigned their membership.

#### Steering Group

8. Subject to the provisions of these rules, the Steering Group shall have the general control and management of the Group. The Steering Group committee shall manage the Group's affairs and administer its funds. Steering Group members shall be elected at the Annual General Meeting and shall hold office for one year, retiring at the AGM and shall be eligible for re-election. Election shall be by a show of hands unless the number of candidates duly proposed and seconded for election shall exceed the number of vacancies in which case the election shall be by ballot. Any members of the Group shall be eligible for election to the Steering Group provided that, with reference to the Members section, they are a fully paid up member.

### Accounts and Accounting

9. The Steering Group shall apply the funds of the Group in such manner as they think fit for the benefit of the Group and the furtherance of its aims. It shall be the responsibility of the [treasurer/ Steering Group] to keep a complete and accurate account of the Group's finances. The financial year of the Group shall be deemed to end on 31<sup>st</sup> December each year [or tax year end?]. At the AGM each year there shall be appointed an independent financial examiner whose duty it shall be to verify the accuracy of the accounts for the current year.[?]

### General Meetings

10. An Annual General Meeting shall be held [in the month of March or April in] each year on a date to be set by the Chairman. No business (except the passing of the accounts, the election of the Steering Group, [the appointment of the Auditor] and any business that the Steering Group may order to be inserted in the Notice convening the meeting) shall be discussed at such meeting unless notice thereof, proposed and seconded by members, be given to the Secretary in writing at least 28 days prior to such meeting.
11. The Secretary shall, at least 14 days before the date of the Annual General Meeting or any General Meeting, post, or e-mail or deliver to each member written Notice thereof and the Agenda of the business to be brought forward thereat. Minutes will be kept of all General Meetings.
12. The Steering Group may at any time call an Extraordinary General Meeting for any special business. The discussion at such general meeting shall be confined to the business sent to the members in the Notice.
13. [X] members (or if the total membership of the Group is less than [x] one fifth of said total) may join together to summon, or cause the Secretary to summon, by notice as herein mentioned an Extraordinary General Meeting. Resolutions to be considered, signed by the proposer and seconder, shall be given in writing to the Secretary and on receipt of these a meeting shall be convened within 28 days. The Chairman shall decide the date, time and place of the meeting and the order of business.
14. At the Annual General Meeting or any General Meeting each [full?] member shall have one vote. Postal or proxy votes shall not be permitted. Subject to Rules 8 and 16 voting shall be by a show of hands and by simple majority except under Rule 23 where an increased majority is required. In the case of equality of votes (abstentions not constituting a vote) the chairman of the meeting shall have a second or casting vote.
15. The quorum for General Meetings shall be X members (or if the total membership of the Group is less than 100 one fifth of said total).
16. A General Meeting may at any time remove any member from any office which he or she may hold within the Group by majority vote taken by ballot.

### Steering Group Meetings

17. The Steering Group must hold at least 3 meetings each year. At their first meeting after the AGM they will elect a chair, treasurer and secretary. The Steering Group may act by majority decision.
18. At least 3 Steering Group members must be present at the meeting to be able to take decisions. Minutes shall be kept for every meeting.
19. If Steering Group members have a conflict of interest they must declare it and leave the meeting while this matter is being discussed or decided.
20. During the year, the Steering Group may appoint up to 2 additional Steering Group members. They will stand down at the next AGM.
21. The Steering Group may make reasonable additional rules to help run the Group. These rules must not conflict with this constitution or the law.

### Miscellaneous

22. No money or property of the Group or any surplus arising from the carrying on of the Group shall be applied otherwise than for the furtherance of the aims of the Group.
23. These rules may be amended by a written Resolution, of which due notice has been given in accordance with

Rules 11 and 14, passed at a General Meeting by at least two thirds of the votes cast by the membership present.

24. If at any time the conduct or action of a member of the Group is, in the opinion of the Steering Group or of a General Meeting, deemed to be injurious to the Aim or Object of the Group, they shall be liable to expulsion from the Group, provided that, before expelling any members, the Steering Group shall call upon them for an explanation of their conduct and shall give them an opportunity of explaining themselves or resigning their membership. The member may bring a friend to support them at any such meeting.
25. In the event of the Group ceasing to exist, any remaining assets shall be distributed to suitable not-for-profit bodies so as to benefit the causes of marine conservation in the Looe VMCA or the **similar** marine areas.
26. The Data Protection Act states that we have to inform you that members' information may be held on a computer. Members' details will be processed fairly and lawfully and in accordance with the Group's legitimate activities. The Group does not and will not sell, rent or exchange its e-mail list.

## ADOPTION

This constitution was adopted on \_\_\_\_\_ 20\_\_\_\_ by the people whose signatures appear below. They are the first members of the Group and will form the Steering Group until the AGM, which must be held within one year of this date.

**Signed**

**Print name and address**

[illegible]