



# Portmoak Community Woodland

## Constitution

### 1. NAME

The Group shall be known as Portmoak Community Woodland Group (hereinafter referred to as "the Group").

### 2. OBJECTS

The Group's objects are:

- (a) To manage woodlands under the Group's care for the benefit of the community.
- (b) To promote and enhance the environment, for the benefit of the community.
- (c) To improve access to the woodlands by carrying out footpath and other improvement works.

### 3. POWERS

To further the above objects, the Group may:

- (a) Run practical conservation projects. A special focus is the restoration of the raised bog at Portmoak Moss.
- (b) Raise money for furthering the aims of the Group.
- (c) Work in liaison with the Woodland Trust, voluntary organisations, government departments, local and other statutory authorities, individuals and other charities.
- (d) Disseminate such information as is appropriate.

### 4. MEMBERSHIP AND MEETINGS

- (a) Membership shall be open to anyone interested in taking any part in the work of the Group.
- (b) The Group shall meet once a month at a location and time advised by the Management Committee.
- (c) The quorum at all meetings shall be 3 members of the Group.
- (d) All questions arising at any meeting shall be decided by a simple majority of the votes cast. In the case of an equality of votes, the person taking the chair at the meeting shall have a second or casting vote.
- (e) Minutes shall be kept of all meetings containing a note of those present and a record of all proceedings, resolutions and decisions.

### 5. OFFICE BEARERS AND MANAGEMENT COMMITTEE

- (a) At the Annual General Meeting (AGM) the members of the Group shall elect a Management Committee comprised of a Chairman, a Secretary and a Treasurer.
- (b) To be entitled to vote for the members of the Management Committee, a member must have attended at least three meetings in the previous twelve months.
- (c) In the event of a vacancy arising, through resignation, illness or death, the Management Committee shall elect a person to fill the office left vacant until the following AGM.
- (d) The Management Committee may remove from office any office bearer if a motion of no confidence has been moved and passed by the majority of the Group.

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### 6. ANNUAL GENERAL MEETING

- (a) An AGM shall be held in September each year and at such place as the management committee shall determine. At least 21 clear days notice of the meeting shall be given in writing by the Secretary to each member.
- (b) At each AGM the business shall include
  - the election of members to serve on the Management Committee
  - approval of the accounts
  - consideration of the annual report on the work of the Group
  - motions submitted by the membership
  - the transaction of such other matters as may from time to time occur.

### 7. FINANCE

- (a) All funds raised by or on behalf of the Group shall be applied to further the objects of the Group.
- (b) The Treasurer shall keep proper accounting records and report current finances at ordinary meetings or at such other intervals as the Management Committee may direct.
- (c) A statement of the accounts for the last financial year shall be submitted by the Treasurer to the AGM.
- (d) A bank account shall be opened in the name of the Group with such banks and/or building societies as the Management Committee shall from time to time decide. The Management Committee shall authorise in writing 3 of their members (one of whom shall be the Treasurer) to sign cheques on behalf of the Group. All cheques must be signed by no less than 2 of the 3 authorised signatories.

### 8. AMENDMENTS TO THE CONSTITUTION

A resolution to alter this constitution shall not be valid unless

- notice has been given to all members the Group not less than 21 clear days before the meeting at which the alteration is to be proposed and
- two-thirds of the votes cast by those present are in favour of the alteration.

### 9. DISSOLUTION

If the Management Committee decide by a simple majority at any time that it is necessary or advisable to dissolve the Group, it shall call a Special General Meeting of the Group, of which not less than 21 days notice (stating the terms of the resolution to be proposed at the meeting) shall be given. If the decision to dissolve is confirmed by a two-thirds majority of the votes cast, the Management Committee shall sell the assets of the Group and settle any debts and liabilities. Any assets remaining shall be transferred to such other organisations as the membership of the Group decides.

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### **CHANGE RECORD: REV 2: May 2016**

Original constitution revised to simplify wording and clarify the roles of the the Group and the Management Committee.

Section 1	Name changed from "Portmoak Community Woodland Steering Group" to "Portmoak Community Woodland Group". Simplification.
Section 3(a)	Added restoration of the raised bog at Portmoak Moss. Special focus.
Section 4, 8	Membership and meetings combined into one section. Simplification.
Section 5, 6	Office Bearers and Management Committee combined into one section. Simplification. Attendance at 3 meetings to be entitled to vote to ensure that voters have some background knowledge and that the Group can't be taken over by a set of outsiders turning up on the night.
Section 7(b), 9	The accounts of an unincorporated association needn't be audited.
Section 11	Assets can be transferred to any organisation. We are not a charity and are accordingly not subject to OSCR's regulations. To put in the word "charitable" unnecessarily inhibits the disposal of our assets.

### **CHANGE RECORD: REV 3: October 2020**

Section 6	Date of AGM moved from April to October to give time for the treasurer to close the books and get the accounts formally audited.
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