

Constitution for the Friends of Denton Dene, FoDD

Date of adoption of this Constitution by The Friends of Denton Dene: April 2023



1. NAME

- 1.1. We are known as the Friends of Denton Dene, FoDD, (the Friends Group).
- 1.2. We have established ourselves and will work in association with Urban Green.

2. PURPOSES (our FoDD tag line states: ***Denton Dene... a piece of the countryside in the city***)

- 2.1. We are an independent, self-sufficient, voluntary group of people with a common interest in Denton Dene who come together for the purpose of:
 - 2.1.1. encouraging an inclusive and participatory community spirit in DENTON DENE.
 - 2.1.2. consulting with Newcastle City Council, Urban Green and Newcastle Parks Forum and other interested parties on local views, issues and concerns about Denton Dene.
 - 2.1.3. conserving and improving wildlife and learning about the local environment.
 - 2.1.4. celebrating local heritage and community, including providing and recording information and responding to queries about DENTON DENE.
 - 2.1.5. promoting wellbeing, leisure and enjoyment, including organising events in DENTON DENE in consultation with Urban Green.
 - 2.1.6. fundraising for FoDD charitable objectives.
- 2.2. We have the power to collectively make any decisions and take any actions which further our purpose. We do not have the power to represent or act on behalf of Urban Green or Newcastle City Council.
- 2.3. We will only use funds we raise in furtherance of our purposes.

3. MEMBERSHIP

- 3.1. Our Friends Group is open and accessible to all individuals who wish to join us, express an interest in DENTON DENE and complete our application form to become a member. A member of the Friends of Denton Dene will be included on the mailing list and can take an active role in the group ie attend meetings, vote and plan and run activities. Individuals will not need to be a member to participate in an activity.
 - 3.1.1. Friends of Denton Dene wishes to support and encourage the participation of young people as active citizens in their community. Young people aged 14 to 17 may become members and attend meetings, with the consent of their parent or guardian (given on a membership form). Younger children attending meetings and events remain the responsibility of the parent or guardian.
 - 3.1.2. Friends of Denton Dene recognises a duty of care for the safeguarding of any young member attending without a parent or guardian, or vulnerable adult members, (and consideration will be given to the suitability of tasks and activities undertaken by young people)
 - 3.1.3. No young person or vulnerable member shall be placed in a 'one-to-one' situation with another member of the Friends group, including providing lifts to and from a meeting (except where they are already a known and trusted adult of the family with specific consent given).
- 3.2. We will keep a register of members of the Friends Group.

- 3.3. We are a diverse community united in our promotion of the proper use of Denton Dene. Members of the Friends Group are expected to treat each other with respect and to encourage positive participation in the Friends Group from all parts of the community. Any member who does not meet this standard of conduct may be required to leave the Friends Group and be removed from the register of members by a decision of the other members.
- 3.4. There will be no subscription or charge for membership.
- 3.5. We meet the cost of running the Friends Group's events and activities by raising funds from external sources or in such other manner as we agree from time to time.
- 3.6. A Member may leave the Friends Group at any time. We will assume that anyone who fails to come to a meeting of the Friends Group or contact us for six consecutive months wishes to leave the Friends Group. They will be removed from the register of members and records after one year, or sooner if requested.

4. OFFICERS

- 4.1. In every calendar year we will elect a Chair, a Treasurer and a Secretary (Officer(s)) at our Annual General Meeting (AGM). Any person who is on the register of members when nominations for Officers are requested may stand for election.
 - 4.1.1. A safeguarding Lead will be agreed by the officers.
- 4.2. The Chair shall preside at all meetings of the Friends Group and if they are unable to do so, we will elect a temporary chair during their absence.
- 4.3. The Treasurer shall have primary responsibility for collecting, overseeing and being accountable to us for any monies we raise or provide by way of subscriptions and preparing a yearly financial account of monies received and spent.
 - 4.3.1. There will be 3 signatories for cheques with a minimum of 2 required to sign. Any financial decision requiring a spend of £50 or more will be brought to a meeting. Any spend of less than £50 can be decided outside the meeting by either the treasurer or chair and one other.
 - 4.3.2. A member can volunteer to provide a service without payment, or, where FoDD choose to commission a Service then a member can bid to offer their service. At least two bids will be sought for values over £50.
 - 4.3.3. Members may be provided with out-of-pocket expenses, eg materials to provide a service or product. Travel expenses for public transport may be provided where warranted.
- 4.4. The Secretary will call meetings at the request of any Officer or by three members. They will take an accurate record of discussions at such meetings, will maintain the register of members and will call for nominations for Officer positions at least one month before the AGM.
- 4.5. Each person elected to an Officer position will serve in office until the next AGM.
- 4.6. An Officer may stand for re-election to the same or a different Officer position, but we will not elect a person to serve as an Officer for a continuous period of more than nine years.
- 4.7. We may remove an Officer from office at any time by a majority decision of the members if we believe that they are unable to fulfil their role effectively.

5. MEETINGS

- 5.1. All members are entitled to attend all meetings of the Friends Group.
- 5.2. The Secretary will give at least 14 days' written notice of the AGM or an EGM. This is also the preferred notice period for all other meetings unless circumstances dictate otherwise. The secretary will tell members the items on the agenda for the proposed meeting. Written notice includes electronic correspondence.
- 5.3. Decisions at a meeting can only be made if the meeting is 'quorate'. Meetings can still be held with less than quorum. Pressing decisions needed to be made before the next meeting can be sent out and voted on electronically. The quorum will be agreed at each AGM.
- 5.4. We each have one vote when we take decisions.

- 5.5. We take decisions about the Friends Group and its activities and its Officers collectively by majority decision. If a majority is not possible, to progress the decision process the Chair, or acting Chair, will have the casting vote.
- 5.6. At each AGM we will:
 - 5.6.1. receive a financial statement from the Treasurer setting out how funds we have raised or provided have been used since the previous AGM;
 - 5.6.2. receive a report from the Chair on the Friends Group's activities since the previous AGM;
 - 5.6.3. elect the officers, and
 - 5.6.4. review the number of people required for quorum, currently 3 people.
 - 5.6.5. discuss and determine any other issues put before those present by the Officers.

6. FUNDS

- 6.1. The Officers are responsible for ensuring that funds which are not used immediately are placed in a bank account dedicated to the work of the Friends Group and in the names of the Officers for the time being of the Friends Group.
- 6.2. The Officers will only use funds from the Friends Group's bank account for purposes which have been authorised by the members.

7. NOTICES

- 7.1. The Secretary will send notices of meetings by hand, by post or by suitable electronic means to members at the address provided by them in the register of members.
- 7.2. A notice is treated as having been received 24 hours after being sent by electronic means or delivered by hand to the relevant address and two clear days after being sent by first class post.
- 7.3. A technical defect in the giving of notice does not invalidate decisions taken at a meeting.

8. AMENDMENTS

We may amend this Constitution at a meeting of the Friends Group by a majority decision provided that the exact amendments proposed to the Constitution are included with the notice of the meeting.

9. DISSOLUTION

- 9.1. If at any time we decide to dissolve the Friends Group, the Officers will be responsible for the orderly winding up of the Friends Group's affairs.
- 9.2. After paying any outstanding liabilities and expenses, the Officers will donate any remaining funds to Urban Green and Newcastle Parks Forum as appropriate to the best interests of DENTON DENE.