

Constitution of the South Woodford Society

1. Name

The South Woodford Society.

2. Area

The South Woodford Society (“the Society”) broadly covers the South Woodford and Churchfields Wards.

3. Aim

To build a stronger community, make South Woodford a better place to live and work and protect the suburban nature, local character and green spaces of the neighbourhood.

4. The Objectives of the Society are:

- a. to promote membership to all eligible individuals (see Clause 6a) within the defined area (see Clause 2);
- b. to represent and promote the interests and rights of residents and businesses;
- c. to ensure that all eligible individuals(see Clause 6a) are consulted and informed regularly and encourage active engagement;
- d. to assist and promote social activities for recreation and enjoyment, and encourage a community spirit and sense of responsibility;
- e. to be non-party political; and
- f. to set out a Neighbourhood Plan for a specified area within the E18 postcode area.

5. Equality and Diversity

- a. The Society will actively seek to promote equal opportunities within the community and within its membership.
- b. The Society will value diversity and promote good relations with all members of the community and not discriminate on the grounds of age, disability, race, religion or belief, gender, marital status or sexual orientation.
- c. The Society will ensure that where possible meetings will be held in venues that are accessible.
- d. The Society will provide information on all the ways that members can contribute their views, and how they can meet people’s individual needs.
- e. The Society will represent the interests of all members to the best of its ability, and carry on the day to day business of the Society in an efficient, fair and responsive way.

- f. The Society will provide all new members with appropriate information and support and make them feel welcome at all times.

6. Membership

- a. Membership of the Society is open to all individuals living, working or running a business in the defined area of the Society (see Clause 2) over the age of sixteen (16). Also, individuals who are elected members of a London borough council, the Greater London Assembly or Parliament any of whose area falls within the defined area (see Clause 2).
- b. Every member shall have access to an up-to-date copy of the Constitution, contact details for the Society, details of any planned general meetings (whether Annual or Extraordinary) and information about how to include an item on an agenda.
- c. Every member has the right to attend Committee Meetings as an **observer**. If a member wishes to potentially exercise this right they should notify the Secretary in writing that they wish to receive notification of the dates of further Committee Meetings. Admittance to the meeting will only be permitted where the Secretary has received written notification five (5) calendar days before the date of the meeting.
- d. Members are not required to pay a membership fee. Membership confers only **ONE voting right**.
- e. Membership is open on a discretionary basis to people who do not fall within the scope of paragraph 6a, but who are interested in helping the Society achieve its aims. The Committee will decide whether to grant Society member status to these individuals, and also whether their membership will confer voting rights.
- f. Voting membership will end when a member ceases to fall within in the scope of paragraph 6a (unless the Committee decides to grant discretionary Society membership see Clause 6 e); resigns or dies.
- g. In the event of breaches of the Constitution or Code of Conduct membership of the Society can be suspended or ended by a two thirds majority vote of the Committee (of those present).
- h. Notification of suspension of a member must be given in writing to the member within seven (7) calendar days of the decision being made.

7. Appeals by Members and Former Members

- a. Any member or former member who has been suspended or had their membership terminated shall have the right of appeal. If a member or former member wishes to appeal, they have the right to ask the Secretary to arrange for an appeals panel meeting to be convened to hear their appeal.
- b. Requests to convene an appeals panel meeting must be made by a member or former member to the Secretary within twenty-eight (28) calendar days of the date on the letter informing the member or former member of their suspension or termination. An appeal panel meeting must be held within twenty-one (21) calendar days of the Secretary receiving notification of request to convene an appeal panel from the member or former member.

- c. The appeal panel shall comprise of three ordinary members of the Society who are appointed by the Secretary from a list of members who have indicated their willingness to be co-opted to such a panel. Members of the Committee and the Appellant will not be eligible to sit on the panel and neither will any cohabitees or close family members of any member of the Committee nor the Appellant. Any member appealing suspension shall have the right to bring a third party and also, if they wish, to be represented by the third party.
- d. The decision of the appeals panel shall be binding on the Appellant and the Committee.

8. Code of Conduct

- a. Members shall conduct themselves in a manner that will not cause offence to others. Harassment, bullying, intimidation, or discriminatory behaviour will not be tolerated and will be grounds for suspension of individual members. The Chairperson and Committee members have the right to warn the member(s) of their behaviour. If they persist they will be suspended until further notice.
- b. It is a condition of membership that members at all times conduct themselves in a reasonable manner at meetings or in premises used by the Society. A member may be suspended from the Society for failure to observe this, or for any other conduct not in line with the aims of the Society (see Clause 6 g).
- c. All Society members must comply with the Constitution and Code of Conduct at all times. Any serious breach of the Constitution or Code of Conduct may result in members, following a majority vote of the Committee (excluding the member to whom the allegation relates), being asked to resign. For all members, if appropriate, termination of membership as indicated in Clause 6 g will occur.
- d. Members must never personalise issues, and should be willing to recognise that everybody is entitled to express their point of view without unduly preventing progress of discussion.
- e. Voting members should always be prepared to accept the majority decision of those who vote (as opposed to those who are entitled to vote), with the Chair having a casting vote and not take such a decision as any form of personal slight or criticism.
- f. Members cannot receive any payment from the Society other than for bona fide expenses agreed by the Committee and approved in advance.
- g. Members must never use their position to seek preferential treatment for themselves, their family or relatives. Nor should they use their position to be treated more or less favourably when requesting services from the Council or other organisations.
- h. Committee members must not divulge any Society business which is treated as confidential to other persons or organisations.
- i. Statements to the media or other organisations on behalf of the Society should be made by the Chairperson or Committee members with the prior approval of the Committee.
- j. Correspondence sent on behalf of the Society must be signed by the Secretary or Chair and recorded in a log by the Secretary.
- k. Any complaints received about the conduct of the Society or individual members will be taken to the Committee who will respond within twenty-one (21) calendar days. The Committee will only deal with complaints that relate to the activities of the Society and its members in relation to the Constitution and Code of Conduct. Committee members will not

deal with neighbour or inter-personal disputes in the area.

- l. Any members who feel that they have not been treated fairly and equally by the Society can raise this with the Committee who will respond within twenty-eight (28) calendar days.

9. The Committee

- a. The Committee is charged with the governance of the Society and shall monitor the work, finances and membership of the Society and shall make and carry out decisions in accordance with the objectives of the Society.
- b. The Committee will produce and update a simple action plan throughout the year to be used to prepare an Annual Report which will be presented to members at the AGM.
- c. Committee Members shall be elected at the Annual General Meeting (AGM) and shall serve for twelve (12) months. In the absence of nominations, the existing Committee shall be re-elected.
- d. The Committee shall elect, from within their number, a minimum of the following officers: a Chairperson, Secretary and Treasurer. The Committee shall have the power to appoint if they wish a Vice-Chairperson, Vice-Secretary and Vice-Treasurer. The officers shall be elected by the Committee at the first Committee Meeting following the AGM.
- e. The Committee shall consist of at least five (5) members, each member will have one vote subject to clause 8 p.
- f. There shall be only one (1) Committee member per household.
- g. The Committee may appoint sub-committees to carry out the activities of the Society. Sub-committees shall be directly accountable to the Committee. The Committee will agree in advance the terms of reference for any sub-committees, which may then act and apply any finance raised within these terms. At least three (3) Committee member shall sit on any sub-committee of the Society.
- h. All sub-committees shall keep proper accounts and records of all meetings to be made available as required to the Committee or general meeting. The Committee or general meeting may dissolve any sub-committees. Any financial statements, accounting records or minutes of the sub-committee will pass to the Committee.
- i. Any vacancies on the Committee (including the initial appointment of Committee members at the formation of the Society) may be filled by co-opting members with full voting rights until the next general meeting or AGM.
- j. A minimum of three (3) Committee meetings will be held in each calendar year.
- k. The quorum for Committee meetings shall be four (4) Committee members. This quorum should also be applied when making decisions other than at meetings.
- l. The Committee has the power to make decisions using electronic media outside of Committee meetings. Any vote held by electronic or other means must be logged and recorded by the Secretary and formally approved at the next meeting (General or Committee). Each Committee Member has one vote with the Chair having the casting vote in the event of a tie.
- m. Committee Meetings may be called by the Chair and Secretary, or at the request of one third of Committee Members. At least seven (7) calendar days' notice must be given.

- n. Subject to clause 6c, all Committee Meetings are open to all members as observers.
- o. Committee Members can be voted off if they have not attended three consecutive meetings (Committee or General) without good reason and have not submitted their apologies.
- p. Committee Members must declare any pecuniary or non-pecuniary interest they may have in the topic under discussion and the Committee will decide if they need to forfeit their right to vote on this occasion and withdraw from discussion where appropriate.
- q. Members will not be eligible to be or remain as Committee Members if they:
 - ▶ have an unspent conviction for an offence involving dishonesty or deception;
 - ▶ are disqualified from being a company director or a designated member of a limited liability partnership.

10. General Meetings (Annual and Extraordinary)

- a. The Society shall hold an Annual General Meeting (AGM) once each calendar year. Should the Committee deem it impractical to hold the AGM within the timescale so agreed, the Committee shall determine the place and/or time of the next AGM.
- b. The AGM shall:
 - ▶ Agree the minutes of the last AGM
 - ▶ Receive an Annual Report from the Committee
 - ▶ Present the annual financial statements of the Society to the membership
 - ▶ Elect Committee Members
 - ▶ Vote on amendments to the Constitution
 - ▶ Consider any resolution put forward by members
- c. Nominations for the Committee must be received by the Secretary in writing at least fourteen (14) calendar days before the meeting.
- d. Nominees should be present at the AGM unless they are unable to attend due to illness, holiday, etc. at the discretion of the Committee. The Secretary must be informed before the meeting.
- e. All members entitled to vote must receive in writing not less than twenty-eight (28) calendar days' notice of the AGM.
- f. General Meetings shall be held at a suitable venue to accommodate as many members as possible.
- g. The quorum shall be a minimum of four (4) attendees.
- h. At the AGM the resignation of all Committee Members will be accepted and a new Committee elected; except in the absence of nominations in which case the existing Committee shall be re-elected.
- i. An Extraordinary General Meeting (EGM) may be called by the Committee or if requested by at least 20% of the members entitled to vote. All members entitled to vote must receive in writing not less than seven (7) calendar days' notice of any EGM.
- j. Decisions of the General Meetings (whether AGMs or EGMs) shall be binding on the

Committee.

- k. If a member believes an item to be of a confidential nature this must be made known to the Chairperson before commencement of business. The Committee must decide if the item is to be discussed in a closed session at the end of the general meeting.
- l. Members may speak only through the Chair.
- m. Meetings will end at the time agreed by the committee unless all those present agree to extend the meeting.
- n. Agendas will be distributed to the membership at least seven (7) calendar days before a meeting, where possible. Items for the agenda should be forwarded to the Secretary and Chair fourteen (14) calendar days before the meeting, where possible.

11. Voting at General Meetings

- a. Decisions at meetings (except those dealing with alterations to the Society's Constitution or the dissolution of the Society) shall be taken by a simple majority of those voting, including any proxy votes.
- b. The Secretary must be informed of the proxy not later than three (3) calendar days before the meeting. In extenuating circumstances, the Committee has the right to reduce or waive this notice period.
- c. In the event of a tie of the vote the Chair of the meeting shall have the casting vote.
- d. Voting will be undertaken by ballot and the numbers shall be counted and recorded in the minutes.
- e. Conflict of interests must be declared. A member who declares a conflict of interest should then withdraw from the discussion and voting on the issue in question.

12. Duties of the Officers

- a. All the officers of the Society have a duty to further all the aims of the Society.
- b. The Chair shall conduct the meetings of the Society. If the Chair is absent, the Vice-Chair or other committee member will take over.
- c. The Secretary shall deal with all the administration of the society.
- d. The Secretary is responsible for convening all meetings and giving the relevant notice to members. The Secretary shall ensure that a proper record is kept of all meetings of the Society, its Committees and sub-committees in the form of minutes. The Secretary shall keep a record of all correspondence, consultation and activities carried out on behalf of the Society and provide them as required by the Committee or general meetings. The Secretary shall maintain a register of Committee Members and members of the Society.
- e. The Treasurer shall oversee all banking and financial arrangements of the Society as outlined in part 15. Finance.
- f. Any officer delegated to represent the Society in consultation with any other body shall act on the instructions of the Society and shall report back to the Committee or General Meeting whichever is the sooner.

- g. The named officer for consultation will be responsible for ensuring that when responses are made, they are representative of the views of the Society and not those of an individual. The named officer will keep a record of responses and provide them as required by the Committee or General Meetings.

13. Changes to Constitution

- a. The Constitution shall only be changed at a General Meeting.
- b. Any change must be agreed by a two thirds majority of those attending with the Chair having a casting vote.
- c. Proposed changes to the Constitution must be distributed with the agenda for the meeting.
- d. Where it is proposed to change the Constitution via an EGM, then all of the relevant notice periods for an AGM will apply.

14. Minutes

- a. All formal meetings must be minuted and the minutes formally approved by the next meeting (Committee or General).
- b. Minutes of General Meetings will be distributed to all members within fourteen (14) calendar days after the meeting, where possible. Minutes of Committee Meetings will be distributed to all Committee Members and any other attendees within fourteen (14) calendar days after the meeting where possible. All Committee Meeting minutes within the last three (3) years will be provided to any member within twenty-one (21) days of a written request being received by the Secretary.

15. Finance

- a. All monies raised by or on behalf of the Society shall be applied to further the aims of the Society and for no other purpose.
- b. Proper accounting records must be maintained by the Treasurer and these will be made available to all members on request.
- c. A report of the Committee and the Society's Annual Financial Statements will be presented at the Society's AGM.
- d. Bank account(s) must be opened in the name of the Society. Cheques must be signed by the treasurer and at least one other signatory. Electronic transfers and other banking instructions must be approved in writing by at least one other signatory and carried out by the Treasurer, who is named as the main user of the account.
- e. Banking signatories must not be related to, nor be members of, the same household.
- f. The Society may raise funds by obtaining grants from other bodies or by fundraising schemes. All money raised by or on behalf of the Society shall be applied to further its objectives.
- g. All funds shall be kept in the Society's bank account.
- h. The Society will carry out any appropriate independent examination or audit of the financial statements as required by current legislation or where deemed necessary by the Committee.

- i. Finances raised for or on behalf of any sub-committee must be applied only within the terms agreed by the Committee.
- j. The accounting records shall be brought to every Committee Meeting where they may be inspected. Failure to bring the accounting records to a meeting on three consecutive occasions will mean the Treasurer will be asked to resign.
- k. All expenditure shall be agreed and controlled by at least two members of the Committee. Expenditure of over £250 (two hundred and fifty pounds) needs to be approved by a majority of Committee Members. Receipts should be acquired for all expenditure over £1 (one pound).
- l. All payments will be made by cheque or electronic banking. Any exception to this rule shall be discussed and agreed by the Committee.
- m. No officer shall sign a blank cheque or bank mandate – all cheques or bank mandates to be filled in before signatures are added.

16. Dissolution of the Society

- a. The Committee, or if a Committee no longer exists, the members of the Society, can propose that the Society should be dissolved. They must convene an EGM (all the relevant notice period for an AGM apply) to propose the dissolution of the Society.
- b. For the sole purpose of dissolution a quorum need not apply, and the Society may be dissolved by a two-thirds majority of those present.
- c. Any assets remaining after settling any liabilities shall be applied for the benefit of the community in accordance with the aims of the Society.
- d. Any money received via funding bodies should be returned to the funders in relation to the funding criteria.
- e. On dissolution, any documents belonging to the Society shall be disposed of in a manner agreed by that meeting.