

# **WOKINGHAM DISTRICT VETERAN TREE ASSOCIATION**

**CONSTITUTION** (first adopted on 10th January 2007 and amended 13th October 2010 and 20<sup>th</sup> March 2018)

## **PART 1**

### **1. Adoption of the Constitution**

The association and its property will be administered and managed in accordance with the provisions in Parts 1 and 2 of this constitution.

### **2. The Name**

The Association's name is **Wokingham District Veteran Tree Association** (and in this constitution it is called the Association, and the Borough of Wokingham, together with neighbouring areas where appropriate, is called the District).

### **3. The Objects**

The Association's objects (the Objects) are –

1. To promote, for public benefit, in the District –
  - (a) the better identification, protection and management of veteran and other significant trees, and to increase public awareness of the environmental and historical importance of these trees.
  - (b) the conservation, protection and improvement of the environment through the planting, care, nurture and cultivation of trees in general.
2. To support projects whose purpose is to survey and record veteran and other significant trees in the District.
3. To work with Wokingham Borough Council, town and parish councils, the Thames Valley Environmental Records Centre, The Woodland Trust and any other appropriate body to establish and maintain practical working databases within the District, publicly accessible and usable.
4. To take up association with The Tree Council's Tree Warden Scheme, under the auspices of Wokingham Borough Council.
5. To keep informed about tree protection legislation and policy and current local practice, so as to take appropriate action to ensure the better protection of trees within the District.
6. To help inform and influence national and local Biodiversity Action Plans.
7. To liaise with other local environmental groups whose concerns include trees.
8. To disseminate knowledge, understanding and appreciation of trees and their care.
9. To raise public awareness of the Association and its Objects and activities.

#### **4. Application of the Income and Property**

The income and property of the Association shall be applied solely towards the promotion of the Objects.

#### **5. Dissolution**

1. If the members resolve to dissolve the Association the Committee will remain in office and be responsible for winding up its affairs.
2. Any surplus assets of the Association will be transferred to any charitable organisation(s) whose objects are consistent with those of the Association.
3. The members may pass a resolution before or at the same time as the resolution to dissolve the Association specifying the charitable organisation(s) in 5.2 above.

#### **6. Amendments**

Any provision contained in this constitution may be amended, provided that –

1. any such amendment is made by resolution passed by not less than two thirds of the members present and voting at a general meeting, and
2. no amendment may be made to alter the Objects if the change would not be within the reasonable contemplation of the members or donors to the Association.

### **PART 2**

#### **7. Membership**

1. Membership is open to individuals or organisations approved by the Committee, and may be subject to the payment of membership fees.
2. The Committee may revoke the membership of any individual whose conduct it deems detrimental to the Objects of the Association.
3. The Committee must keep a register of names and addresses of the members which shall be made available to any member upon request.

#### **8. General meetings**

1. An annual general meeting must be held in each calendar year and not more than four months after the end of the Association's financial year.
2. The business of the annual general meeting shall include –
  - a. The election of officers and committee (for whom nominations must be received at least seven days before the annual general meeting)
  - b. The appointment of an external accounts examiner
  - c. Consideration of the annual report and examined accounts
  - d. Adoption, continuation or amendment of membership fees.

3. The Committee may call a general meeting at any time.
4. The Committee must call a general meeting if requested to do so in writing by at least ten members or one tenth of the membership, whichever is the greater. The request must state the nature of the business that is to be discussed.
5. Any organisation that is a member of the Association may nominate any person to act as its representative at any meeting of the Association.
6. Each member shall have one vote but if there is an equality of votes the person who is chairing the meeting shall have a casting vote in addition to any other vote he or she may have.

## **9. Notice, Quorum**

1. The minimum period of notice required to hold any general meeting of the Association is twenty-one clear days from the date on which the notice is given.
2. A quorum is –
  - ten members entitled to vote upon the business to be conducted at the meeting; or
  - one tenth of the total membership at the time, whichever is the greater.

## **10. Committee**

1. The Association shall be managed and administered by a Committee, all of whom shall be members of the Association, comprising the Officers and not less than five other members elected in general meeting in accordance with this Constitution.
2. The Association shall have the following Officers –
  - A chair,
  - A vice-chair,
  - A secretary,
  - A treasurer.
3. The Committee shall include at least one representative from any subgroup it has established and normally include members from across the District.

At least two Wokingham Borough Council officers from the Countryside and Tree and Landscape sections of the Environment Department (or equivalent and relevant successor sections or departments) shall be invited to be ex officio members to act in an advisory capacity.

4. The Committee may co-opt, as non-voting members, individuals who have specialist knowledge valuable to the work of the Association.
5. A casual vacancy shall be filled by a simple majority vote of the Committee.

## **11. Committee Powers**

The Committee is generally empowered to manage the activities of the Association within its Objects, including the following specific powers –

1. to co-operate, including by affiliation, with other organisations sharing its aims and to exchange information and advice with them.
2. to open and operate such bank and other accounts as the Committee considers necessary, under the names of "Wokingham District Veteran Tree Association" or "WDVTA".

## **12. Committee Proceedings**

1. The Committee may regulate its proceedings as it sees fit subject to the provisions of this Constitution.
2. The Committee shall meet at least three times in every calendar year at such times and venues as it determines.
3. A special Committee meeting shall be called at fourteen days notice in writing if a written requisition is received from three Committee members who are permitted to vote or by the Chair.
4. The quorum shall be five Committee members who are permitted to vote, including at least two Officers.
5. Questions arising at a meeting must be decided by a majority of votes.
6. In the case of an equality of votes, the person who chairs the meeting shall have a second or casting vote.
7. Committee members must declare a financial or conflicting interest in the subject of any discussion. Such members may speak to any resolution on the subject, but not vote on it. They are not to be counted in the quorum present when a decision is made on that subject.

## **13. Minutes, Accounts, Financial controls**

1. The Committee must keep minutes of all –
  - appointments of Officers and Committee members
  - proceedings at meetings of the Association
  - meetings of the Committee including –
    - the names of the Officers and members present at the meeting;
    - the decisions made and where appropriate the reasons for the decisions.
2. The Committee must keep accounting records to provide –
  - Details of the up to date financial position of the Association.
  - The information necessary to produce accurate and informative annual accounts.

3. The Association's financial year shall run from 1<sup>st</sup> January to 31<sup>st</sup> December.
4. The Treasurer is responsible for the accounting records and the preparation of annual accounts.
5. The annual accounts are to be submitted to the external accounts examiner, and then to the members at the annual general meeting for approval.
6. The Association's bank account(s) must be operated by a minimum of two signatories, and must not be overdrawn.
7. Expenditure in excess of £200 must be given prior approval by the Committee. This limit may be amended at any annual general meeting.

### **Signatures**

\_\_\_\_\_ Alison Griffin \_\_\_\_\_ **Alison Griffin - Chair**

\_\_\_\_\_ Kerry Clissold \_\_\_\_\_ **Kerry Clissold – Secretary**

\_\_\_\_\_ Derek Oxbrough \_\_\_\_\_ **Derek Oxbrough - Treasurer**