

## Constitution of The Friends of Newport's Ornamental Parks

1. The Organisation shall be known as "The Friends of Newport's Ornamental Parks".
2. The Objective of the organisation is the education of the public by the promotion, support, assistance to and improvement of Newport's Ornamental Parks through the activities of a group of Friends. No activities shall be undertaken which are intended to produce a commercial gain of any kind. The Friends Of Newport's Ornamental Parks shall not distribute profits and shall apply all of its income to the furtherance of the objects above. "Newport's Ornamental Parks" is taken to denote Beechwood and Belle Vue Parks, although this is not to be taken as binding in perpetuity. In furtherance of the above objectives, but not otherwise, the organisation shall have power to:
  - a. Generally further the purposes of Newport's Ornamental Parks, and encourage the development of their facilities.
  - b. Raise funds by means of subscriptions, donations, grants, public events, social activities and any other lawful means provided that no trading of a permanent nature is engaged in. This may include applications for Charitable Status if so decided by the Executive Committee (see 5.).
  - c. The work of The Friends Of Newport's Ornamental Parks shall not be for the benefit of landfill site operators who may contribute to The Friends Of Newport's Ornamental Parks and claim credit under the Landfill Communities Fund. Nor shall it be for the benefit of contributing third parties, as defined in the landfill tax regulations.
  - d. Appoint representatives and delegates to any bodies with whom The Friends may be concerned.
  - e. Engage in, support and co-ordinate research, publishing, education, advertising and any similar work.
  - f. Do all such lawful things which are deemed necessary for the attainment of the above objective.
3. Membership of the Friends shall be open to all interested parties. Life or corporate memberships may be granted depending on the decision of the Executive Committee.
4. The annual subscription shall be a sum determined at each Annual General Meeting and shall become due on 31<sup>st</sup> March for the ensuing year and is valid for twelve calendar months. Any member defaulting after receiving two reminders, and after a period of six calendar months, shall be deemed to have resigned.
5. The affairs of the Friends shall be administered entirely by the elected officers who will comprise an Executive Committee. Newport City Council shall have no part in that administration.

6. The officers of The Friends shall consist of:

1. The Chairman.
2. The Deputy Chairman.
3. The Secretary.
4. The Treasurer.
5. The Membership Secretary
6. Other officers as deemed fit by the above, subject to the proviso that the Executive Committee shall not exceed eight members. Members may hold more than one post, although this is to be discouraged.

The City Council will nominate a Liaison Officer who will be entitled to attend all meetings of the Executive Committee, but without voting rights.

7. (a) The Executive Committee shall consist of the officers, all elected annually. The Committee shall have the power to co-opt other members without voting rights. There shall be Beechwood and Belle Vue sub-committees with similar powers of co-option and with the power to hold meetings of members. The Executive Committee may also appoint Sub-Committees for any purpose or purposes it may consider necessary, such Sub-Committees being required to report back to the Executive Committee as soon as possible.

(b) A quorum of the Executive Committee shall be four voting members.

(c) Decisions of the Executive Committee shall be made by majority of votes of those present at the meeting entitled to vote. In the event of an equality of votes the Chairman, or other person presiding at the meeting, shall have a casting vote.

(d) Any member of the Executive Committee, or member of a Sub-Committee, who fails to attend four consecutive meetings shall cease to be a member of the Committee or Sub-Committee, unless the reason for absence is approved by the Executive Committee.

8. The Annual General Meeting shall be held in March each year, for the following purpose:

- (1) To elect officers and the Executive Committee for the following financial year.
- (2) To receive a financial statement, duly audited, which will be circulated to each member with the notice of the meeting.
- (3) To transact any other business of the Friends.

Notice of the Annual General Meeting shall be given at least 21 days prior to the date of meeting, at which time nominations for officers and Committee will be invited, all nominations to be received by the Secretary at least seven days before the Annual General Meeting. All nominations must be proposed and seconded by members of the Friends, and the nominee must indicate his/her consent to stand for election. In the event of more than one candidate for a particular office of the Friends or more than eight candidates for the Executive Committee being proposed, an election by ballot will be held at the Annual General Meeting.

9. The Friends' Financial Year shall run from 1<sup>st</sup> April of a given year to 31<sup>st</sup> March of the following year. The income and property of the Friends shall be applied solely towards the carrying out of the objectives of the Organisation as set out in this Constitution.

10. A General Meeting may be called for other purposes, at the discretion of the Executive Committee, or at the request, in writing to the Secretary, of no less than six members. The quorum at any General Meeting of the Friends shall be twelve members. Public meetings may also be held.

11. No member may have more than one vote; there shall be no postal or proxy votes. The Chairman may have a second or casting vote if necessary.

12. In the event of the Friends being wound up, any assets remaining upon dissolution after the payment of proper debts and liabilities shall be transferred to a Charitable institution or institutions having similar objects to those of the Friends, with the consent of the Charity Commission. In the event of the organisation disbanding any remaining Landfill Communities Fund money shall be transferred to any enrolled Environmental Body, and not to an organisation of similar objects and status.

13. The constitution may be amended or added to by a motion properly proposed and seconded, and carried by a majority at the Annual General Meeting; notice of the motion to be submitted to the Honorary Secretary at least twenty eight days before the date of that meeting.