

FRIENDS OF PAGHAM HARBOUR LNR

CONSTITUTION

PART 1

- NAME:** 1. The name of the organisation shall be '**FRIENDS OF PAGHAM HARBOUR**' (abbreviated to **FPH**) an autonomous body managed by a Committee (as defined in Part 3).
- OBJECTS:** 2. For the benefit of the public to conserve and assist in the conservation of all forms of wildlife, flora and fauna and Pagham Harbour Nature Reserve (the Nature Reserve) and to advance the education of the public in all flora and fauna and all matters relating to the Nature Reserve.
- POWERS:** 3. In furtherance of the said objects the Committee shall have the following powers to:-
- (a) Provide voluntary assistance to the warden in the running of the Nature Reserve.
 - (b) Employ and pay any person or persons to supervise, organise and carry on the work of the Association and make all reasonable and necessary provision for the payments of pensions and superannuation to or on behalf of employees and their widows and other dependants.
 - (c) Establish where necessary local branches (whether autonomous or not).
 - (d) Bring together in conference representatives of voluntary organisations, government departments, statutory authorities and individuals.
 - (e) Promote and carry out or assist in promoting and carrying out research, surveys and investigations and the useful results thereof.
 - (f) Arrange and provide for or join in arranging and providing for the holding of exhibitions, meetings, lectures, classes, seminars and training courses.
 - (g) Collect and disseminate information on all matters affecting the said objects and exchange such information with other bodies having similar objects whether in this country or overseas.
 - (h) Undertake, execute, manage or assist any charitable trusts which may lawfully be undertaken, executed, managed or assisted by Friends of Pagham Harbour.
 - (i) Cause to be written and printed or otherwise reproduced and circulated, gratuitously or otherwise, such papers, books, periodicals, pamphlets, or other documents or films or recorded tapes (whether audio or visual or both) as shall further the said objects.
 - (j) Purchase, take on lease or in exchange, hire or otherwise acquire any property and any rights and privileges necessary for the promotion of the said objects and construct, maintain and alter any buildings or erections necessary for the work of Friends of Pagham Harbour.
 - (k) Make regulations for any property which may be so acquired.
 - (l) Subject to such consents as may be required by law, sell, let, mortgage, dispose of or turn to account all or any of the property or assets of Friends of Pagham Harbour.

- (m) Subject to such consents as may be required by law, borrow or raise money for the said objects and accept gifts on such terms and on such security as shall be deemed necessary.
- (n) Raise funds and invite and receive contributions from any person or persons whatsoever by way of subscriptions and otherwise PROVIDED THAT Friends of Pagham Harbour shall not undertake permanent trading activities in raising funds for the said objects.
- (o) Invest the moneys of Friends of Pagham Harbour not immediately required for the said objects in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) as may for the time being be imposed or required by law.
- (p) Do all such other lawful things as are necessary for the attainment of the said objects.

PART 2

MEMBERSHIP

1. There shall be the following categories of membership:-
 - (a) Adult Member.
 - (b) Husband and Wife (accepting one copy of Newsletters and other communications).
 - (c) Family (including children under 18 living at home and full-time students living at home) (accepting one copy of Newsletters and other communications).
 - (d) Junior Member up to the age of 18.
 - (e) Corporate Member (Corporate Membership shall, subject to the prior and continuing approval of the Committee, be open to such bodies as schools, public authorities, Women's Institutes, Natural History Societies, Scout and Guide troops, Brownie Packs and similar bodies).
 - (f) The committees is empowered to grant Honorary Membership.
 - (g) Annual subscriptions shall be determined at the Annual General Meeting (AGM). Life Membership shall be available for categories (a), (b) and (e) at twenty times the annual rate.
2. Annual subscriptions shall be due on 1st of October in each year. Subscriptions for new members received on or after 1st August shall cover the period to 30th September in the following year.
3. If annual subscriptions become six months or more in arrears, membership will be regarded as terminated.
4. Annual subscriptions under categories (a), (b) and (e) may be covenanted in which case the rate will be frozen for the period of the covenant.
5. Age on 1st October shall determine the subscription rate for the year.
6. Members may bring guests to any function of Friends of Pagham Harbour unless otherwise determined by the Committee.

PART 3

- COMMITTEE:**
1. The Committee shall consist of seven (7) members elected at the AGM wherever possible representing the following areas of interest:-
 - (a) Local farming interests.
 - (b) Hunston, Mundham and Runcton.
 - (c) Pagham.
 - (d) Sidlesham.
 - (e) Bognor Regis.
 - (f) Selsey.
 - (g) Other Areas
 2.
 - (a) The Committee shall co-opt a maximum of three (3) additional members.
 - (b) The Committee shall co-opt a nominated representative of the Pagham and West Sussex Wildfowling and Conservation Association.
 3. At the first meeting of the Committee after the AGM the following officers shall be elected:-
 - (a) Chairman
 - (b) Vice-Chairman
 - (c) Secretary
 - (d) Treasurer

They may also appoint or elect the following who may or may not be members of the committee:-

 - (a) Membership Secretary
 - (b) Social Events Secretary
 - (c) Roster Secretary
 4. In addition, the Committee welcomes the attendance ex-officio of the Nature Reserve Warden and County Council representative(s).
 5. In the event of a Committee member resigning during the year the Committee may co-opt a replacement.
 6. The Committee welcomes the attendance at Committee meetings of trainee warden(s) and education assistant(s).
 7. A quorum of 50% shall be necessary, the Chairman to have a casting vote if necessary; a simple majority otherwise being required.
 8. The Chairman shall hold office for a term not exceeding three (3) years.
 9. Committee members shall hold office for a term not exceeding three (3) years but may seek re-election for a further term at the end of that time.
 10. Minutes of the proceedings at each Committee shall be prepared and distributed by the Secretary and shall be submitted for approval as a true record at the next meeting.
 11. Committee meetings shall be held at least three (3) times a year.

PART 4

- ANNUAL GENERAL MEETING**
1. An Annual General Meeting (AGM), open to all members, shall be held during October.
 2. A simple majority of members present shall determine all matters put to the vote on a show of hands – the Chairman to have the casting vote if necessary.
 3. The Agenda shall be circulated to all members fourteen (14) days before the date of the meeting.
 4. The minutes of the meeting shall be circulated to all members and others (as determined by the Committee) and shall be put to the following AGM for adoption as a true record.
 5. All members shall have the right to attend and to speak and vote at the AGM.
 6. The business of the meeting shall include:-
 - (a) The approval of the minutes of the previous meeting.
 - (b) The discussion of matters arising from the said minutes.
 - (c) A report by the Chairman of the activities of the Committee during the previous year
 - (d) The adoption of the audited accounts for the previous financial year.
 - (e) The appointment of the Auditor
 - (f) Such other business as may properly be brought before the meeting at the Committee's discretion.
 7. A quorum of twenty-five (25) members present shall be required or one tenth of the total membership entitled to attend and vote at the meeting whichever is the greater.

PART 5

- FINANCIAL:**
1. The financial year shall run from 1st October to 30th September.
 2. The Treasurer shall be responsible for finances and shall present audited accounts for approval at the AGM.
 3. Authority for signing of cheques shall be determined by the Committee. The Committee shall authorise in writing the Treasurer, the Secretary of the Friends of Pagham Harbour and two members of the Committee to sign cheques on behalf of Friends of Pagham Harbour. All cheques must be signed by not less than two of the four authorised signatories.

PART 6

- MISCELLANEOUS:**
1. All money raised by or on behalf of Friends of Pagham Harbour shall be applied to further the objects of Friends of Pagham Harbour and for no other purpose provided that nothing contained in this Constitution shall prevent the payment in good faith of reasonable and proper remuneration to any employee of Friends of Pagham Harbour or the repayment of reasonable out of pocket expenses.

2. Friends of Pagham Harbour shall not attempt to compete with other Natural History Societies such as the Sussex Ornithological Society, the Sussex Wildlife Trust, the Chichester and West Sussex Natural History Society, the RSPB, the Bognor Regis Natural History Society and others with analogous objects and aims but shall use its best endeavours to co-operate with them. The Friends of Pagham Harbour shall confine itself to matters specifically related to the Nature Reserve area, although these can be as wide as possible – e.g. educational, geological, botanical, ornithological, recreational, etc...

PART 7

ALTERATIONS TO THE CONSTITUTION

1. Any alteration to this constitution shall receive the assent of not less than two thirds of the full membership of Friends of Pagham Harbour whether individual or representative present and voting at a meeting specially called for the purpose provided that notice of any such alteration shall be given to the Secretary and received by him in writing not less than twenty one (21) clear days before the meeting at which the alteration is to be brought forward.
2. At least fourteen (14) clear days notice in writing of such a meeting setting forth the terms of the alteration to be proposed shall be sent by the Secretary to each member of the Friends of Pagham Harbour provided that no alteration may be made which would cause Friends of Pagham Harbour to cease to be a charity at law and provided also that no alteration shall be made to Part 1 – Clause 2 (Objects); to Part 8 (Dissolution) or to this Part (Alterations to the Constitution) without the prior approval of the Charity Commission.

PART 8

DISSOLUTION:

1. If the Committee by a simple majority decides at any time that on the grounds of expense or otherwise it is necessary or advisable to dissolve Friends of Pagham Harbour, it shall call a meeting of all members of Friends of Pagham Harbour who have the power to vote at such meeting. Not less than twenty one (21) days notice (stating the terms of the resolution to be proposed) shall be given. If such decision shall be confirmed by a simple majority of those present and voting at such meeting the Committee shall have power to dispose of any such assets held by or behalf of Friends of Pagham Harbour. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of Friends of Pagham Harbour as the Committee with the prior approval of the Charity Commission may determine.