The Constitution of the Friends of Selsdon Wood - revised July 2026

1. Name of the group and area served

1.1 The group shall be called The Friends of Selsdon Wood (FSW).

1.2 The area served shall be Selsdon Wood as contained within the boundaries controlled by the London Borough of Croydon on behalf of the owner - the National Trust

2. Aims of the group

2.1 The chief aims and activities of the group shall be in consultation with, and with the approval of, the London Borough of Croydon(LBC) on behalf of the National Trust, following an action plan set by the FSW Committee in conjunction with LBC.

2.2 To ensure that Selsdon Wood is maintained:
a. for the benefit of all the flora and fauna it contains to ensure the existing bio-diversity is retained and appropriately controlled

b. for the enjoyment and wellbeing of the public

2.3 To carry out programmes of practical work, especially sustainable conservation and restoration work.

2.4 To educate volunteers of all ages in the principles and practices of nature conservation and to encourage as wide a public interest in Selsdon Wood as possible.

2.5 To act as a forum to canvass opinion and discuss issues that may affect the aims and activities of the council and FSW regarding the wood.

2.6 To raise money as necessary for carrying out its work.

3. Membership

3.1 Membership cannot be refused on the grounds of an applicant’s race, nationality, ethnicity, gender, disability, age or sexual orientation. No member shall be treated less favourably on these grounds.

3.2 Membership shall be open to any adult who supports the aims of the group, has completed a membership form and paid the relevant annual subscription at the sum agreed at the AGM.

3.3 A single subscription will be deemed to cover a family of adults and children living at the same address and thus constituting a household.

3.4 Generally, only the family members (aged 16 and over) will be covered by the FSW insurance when participating in activities arranged by/under the supervision of the Friends.

3.5 Children under 16 shall only participate in activities with specific permission after discussion between FSW and their parents/guardians e.g. if doing tasks within DoE syllabus or if supervised on site by their parents / guardians, who will then be held responsible for their insurance cover. Any children under 14 must be accompanied and supervised by their parents / guardian.

4. Annual General Meeting

4.1 There shall be an Annual General Meeting of the group - most usually held late March to facilitate evening attendance.

4.2 The meeting will be open to anyone who wishes to attend.

4.3 Voting shall be restricted to one adult per subscribed household. Voting rights will normally be held by the person paying the subscription but this can be delegated for the purposes of voting to a second adult over 18 in the relevant household if the actual subscriber cannot vote.

5. Summoning and Conduct of the Annual General Meeting

5.1 The Committee shall be responsible for arranging the time and venue of the meeting.

5.2 The Secretary shall arrange for the date of the AGM to be publicised on the website and via Facebook and other public notices. They will notify all the subscribed members a minimum of about 4 weeks in advance of the time and venue of the AGM. The Secretary will use the most up to date contact details (email or post) given by members to FSW.

5.3 The Secretary shall advise the members, at that time, of any known posts vacant or likely to fall vacant by the time of the AGM, when the elections will be held.

5.4a Nominations (+ seconder details) to fill these vacancies should be submitted to the Chair or Secretary by email or letter. The closing date for these nominations will be two weeks prior to the meeting. This is so, in the event of there being more nominees than vacancies on the committee, there will be time to produce a ballot paper for a secret ballot at the AGM. The choice of the committee from the list will be by simple majority of those paid subscribers present at the AGM, by secret ballot.

5.4b Voting members have the right, with the appropriate timely nomination and seconder as outlined in 5.4a, to stand for election even if no committee member has indicated they wish to leave the committee.

5.5 All other decisions of the meeting shall be by simple majority via a show of hands of the members present.

5.6 **Quorum** - No Annual General Meeting shall decide the business set out in the agenda unless it is attended by at least 4 subscribed members, at least 2 of whom should be existing committee officers.

5.7 In the event of this quorum not being achieved, the Management Committee shall convene a Special General Meeting and the business will then be decided even if a quorum is not achieved on the second occasion.

5.8 The Chair of the group shall preside at the AGM. In his/her absence, the Vice Chair or a committee member agreed by the majority shall preside.

6. The Purpose of the Annual General Meeting

6.1 The AGM shall elect a management committee of up to 10 members to administer the activities of the group. This committee would then consist of a Chair, a Vice Chair, a Secretary and a Treasurer and 2 to 6 other members (depending on availability or need), each proposed and seconded by two unrelated subscribing Friends.

6.2 To receive a report from the Chair of the Committee on the activities of the group over the previous year ideally circulated with the agenda in advance (with the notice of the meeting) so those not able to attend the meeting can send in questions beforehand.

6.3 Receive the independently reviewed annual accounts from the Treasurer.

6.4 Advise the members of any changes or additions to the management plan for achieving the aims of the group as set out in section 2.

6.5 Conduct any other business that it considers necessary to further the aims of the group.

7. <u>The Management Committee and its meetings</u>

7.1 For the avoidance of doubt, 'written' communications referred to throughout this constitution will usually expect to be by email but may also include letters. Text messages of any kind are not acceptable as there is no sure audit trail of these.

7.2 The Committee shall be responsible for the general administration of the group and the enactment of decisions of the AGM or Special Meetings and its own meetings.

7.3 As in 6.1 above, the committee shall consist of the Chair, Vice Chair, Secretary, Treasurer and 2 to 6 other members deemed necessary for the smooth running of the group.

7.4 If necessary, the committee shall decide the special duties of each of the Committee members. See also 7.6 and 7.8 below.

7.5 **<u>Committee meetings</u>** a. Frequency - Ideally, the committee should meet face-to-face at least bi-monthly but, if such meetings are not possible (e.g. if there are pandemic or other civil restrictions again, severe weather etc) or if there are urgent matters that require a decision between meetings, the committee should all be advised of them by email and then they can be discussed and determined online.

b. Quorum - No committee decisions shall be made if the meeting is attended by less than 5 members – to include at least 2 of the account signatories and with the Chair (or Vice Chair, if Chair not present) having the casting vote in the event of any split decision
In the event of an 'online' meeting or decision made via an email discussion, the quorum for such decisions could then be reduced to 3 officers plus one other member, if necessary e.g. insufficient response from all members within the requested time period for reply.

7.6 **<u>Agenda</u>** a. The agenda for the meetings shall be prepared and issued by the Secretary in conjunction with the other officers.

b. Matters to be considered may also be submitted to them in writing by other Friends at least two weeks before the date of the meeting i.e. before the agenda is compiled and issued. The Chair would decide if it is appropriate for the proposer to be invited to address the committee at the meeting when the proposal is discussed. The urgency and implications of any late applications would be considered for inclusion by the Chair if necessary.

7.7 **<u>Financial control</u>** a. The Treasurer shall keep accounts which shall be submitted annually for inspection by a reviewer who shall not be a member of the group but who shall be decided by the committee. (see 6.3)

b. The Committee shall ensure that all monies raised for the group are paid into a bank or building society account, apart from a small amount of petty cash reserves. They will also ensure that the account is operated on the joint signatures of any two of three others. One will be the Treasurer and the other two being appointed by the Committee for that purpose, but most usually, the Chair and one of the other officers.

c. All requested reimbursements /payments of invoices etc to be made in writing/email to the Treasurer cc. to the committee. Payments would then usually be authorised, if appropriate, via a majority at the next committee meeting.

d. Authorisation for payment of routine bills/expenses e.g. stationery and printing, supplies, etc to a maximum of £100 may be given by the signatories without whole committee discussion between meetings, if necessary. If the expenditure is urgent before next committee meeting for amounts over £100, this could be exceptionally decided following an email request to all the committee.

8. **<u>Insurance</u>**

As well as insurance against theft of tools, the Committee shall arrange for all volunteers on work projects to be adequately insured and for adequate insurance for injuries to third parties and damage to property.

Parents and guardians are to provide insurance for their children under 16 , if they wish, who are volunteering in the wood but, in any case, must still retain full responsibility for their actions whilst doing so.– see also 3.4 and 3.5 above

9. **<u>Special General Meetings (SGM)</u>**

9.1 Either the Committee (or 10 subscribed members, from different households), may call a Special General Meeting which shall be held within 1 month of giving written notification to the Secretary.

9.2 The Secretary shall give all subscribed members at least 2 weeks notification of the meeting by email (or post, if no email given) using the most recent contact details FSW hold.

9.3 These SGMs shall be conducted according to the same regulations governing AGM's/SGM as stated in section 5 above.

10. **<u>Data Protection</u>**

FSW must take reasonable and adequate steps to be able to comply with the Data Protection legislation in addition to having a Privacy Policy in place.

a. Treasurer (and/or the membership officer, if there is one) shall be responsible for keeping the complete membership list and personal details of the members confidential and secure and for issuing any bulk emails sent to the whole membership e.g. Newsletter and notices of annual and special general meetings to avoid other people holding the full contact list
b. If there is any storage of archive files and personal data, these must be maintained confidentially for committee use only. They should be in a sufficiently secure and practical location, with that information only being accessible by a password/passkey only known to the officers or task /project managers so replies to enquiries etc can be issued in the

normal way of organisation communications.

c. All data security should be routinely reviewed and the password/passkey regularly changed (e.g. annually) and always after a change of committee personnel.
d. Non-personal information can be given from the archives or the parts of the website that are generally accessible e.g. about the FSW work and plans, bio-diversity etc for walk reports etc.

10. Alterations to the Constitution

10.1 The constitution shall be altered only by a majority of subscribed members voting at an Annual General or Special Meeting.

10.2 The notification of such meetings shall make clear that such a vote is to take place and the proposed alterations set out in full in such notifications.

10.3 However, there may be a change suggested that could be needed to facilitate the working of the committee before then. In that case, the changes recommended by the committee will be notified to all the subscribed members by email and they will be asked to indicate, by the set closing date if they are in agreement with them or not.
A clear final date for the receipt of replies will be given – to be followed by a SGM if any member(s) specifically request the matter(s) are discussed round the table before implementation.

The result will be taken according to the majority of the responses received via email - or at the SGM if one is requested. Nil responses will be taken as 'no view expressed' and so presumed not to be against the proposal.

If accepted, the change will then be implemented by the committee prior to formal ratification or reconsideration, if necessary, at the next AGM.

11. Dissolution of the group

11.1. The group shall be dissolved only by two thirds majority of the members via those who are attending and voting at an Annual General or Special General Meeting called for the purpose of dissolution plus the emailed responses to the notice if they are unable to attend the meeting in person.

11.2. If the group is dissolved, all assets shall pass to one or more other local groups with similar aims to FSW (e.g. schools or voluntary groups who have a conservation /ecology aspect to their programme) and /or to a registered charity with a nature conservation focus (e.g. TCV) as shall be determined by the meeting.