

Penwith Environmental Network

Charity number 295087

CONSTITUTION – Adopted 27th March 2014

1. NAME

The name of the organisation shall be the Penwith Environmental Network (hereinafter referred to as the Network)

2. AIMS

The object of the Network shall be to promote the conservation, protection and improvement of the physical and natural environment, and to educate and inform the public and others in all related matters.

In furtherance of the above object but not further or otherwise the Network through its Committee shall have the following powers:

- (a) To promote and carry out or assist in promoting and carrying out research, surveys and investigations and publish the results thereof.
- (b) To arrange and provide for or join in arranging and providing for the holding of exhibitions, meetings, lectures, seminars and training courses.
- (c) To collect and disseminate information on all such matters affecting the above purposes and exchange such information with other bodies having similar purposes whether in this country or overseas.
- (d) To carry out or support projects which promote the conservation protection and improvement of the physical and natural environment -
- (e) To undertake, execute, manage or assist any charitable trust which may lawfully be undertaken, executed, managed or assisted by the Network.
- (f) To procure to be written and print, publish, issue and circulate gratuitously or otherwise such papers, books, periodicals, pamphlets or other documents or films as shall further the above object.
- (g) Subject to such consents as may be required by law to purchase, take on lease or in exchange, hire or otherwise acquire any land or property and any rights and privileges necessary for the promotion of the said purposes, and construct, maintain and alter any land or buildings or erections necessary for the work of the Network.
- (h) Subject to such consents as may be required by law to sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Network.
- (i) To raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscription, donation and otherwise provided that the Network shall not undertake any permanent trading activities in raising funds for its charitable object.
- (j) To do all such other lawful things as shall further the above object.

3. STATUS

The Network shall be non-political and non-sectarian.

4. MEMBERSHIP

The term 'member' shall hereinafter be used to include individual members and affiliated organisations (although only used to include the official representatives of affiliated organisations in matters of voting).

- (a) Membership shall be open to any individual who supports the aims of the Network.
- (b) The Network Committee may at any time refuse the admission to membership of any individual or organisation.
- (c) No person or organisation shall be deemed to be a member unless the appropriate subscription has been paid.
- (d) Any non-political and non-sectarian group whose aims do not conflict with those of the Network may, on payment of the appropriate subscription, become an affiliated member of the Network.
- (e) Affiliated group members will be requested to designate one of their members as their official representative, but this does not preclude a general invitation being made by the Network to all members of an affiliated organisation to take part in an activity or meeting of the Network.
- f) Every member of the Network may join in its activities and vote at Network general meetings.

5. SUBSCRIPTIONS

Annual subscriptions for individual members are:

£10 (£3 subsidised) for individual or family membership

Annual subscriptions for the affiliated members are: £5 - £30

Subscriptions can also be paid in the currency of the Penwith Local Exchange Trading Scheme.

6. MANAGEMENT

(a) Network Committee

1. The Network will be managed by a Committee which will be elected each year at the Annual General Meeting.
2. The Network Committee will consist of a Chairperson, Secretary and Treasurer and up to five elected committee members.
3. The Network Committee will manage the activities, the funds and the properties of the Network.
4. The quorum for a Network Committee meeting shall be three (3) or 40% whichever is

the greater .

5. The Network Committee will meet at least four times in the year at approximately quarterly intervals.
6. The Network Committee may co-opt up to two further members to the Committee with full voting rights.
7. In the absence of the Chairperson at a Network committee meeting a meeting Chairperson shall be elected from amongst those present at the meeting.
8. In the event of any officer or Committee member ceasing to be a member of the Network, he / she will be requested to stand down.
9. Any officer or Committee member vacancy arising will be filled by appointment by the Network Committee of a Network member until the next Annual General Meeting.

(b) Conducting Business

1. The network Committee shall meet once in each month providing there is business to dispatch and additionally as required and shall appoint a Chairperson to preside at such meetings. Each member including the Chairperson shall have one vote.
2. All votes will be on written resolutions duly recorded, proposed and seconded. Amendments to any resolution must also be written and properly proposed and seconded, and must be voted on before the main resolution. Resolution amendments must be voted on in reverse order of proposal.
3. The Network Chairperson - or the Chairperson elected at the Committee meeting in his / her absence must conduct the business in a fair and impartial way notwithstanding his / her personal opinions. A minimum of 40% of the Committee members present, may call upon the Chairperson to act in this way, and such a resolution must be recorded in the official minutes of the Committee.
4. The official minutes of the Network Committee shall be kept by a designated person.
5. A full week's notice - with an agenda and the minutes of the previous meeting - must be given to all Network Committee members for a Network Committee meeting.
6. 40% of the Network Committee members may call upon the Secretary to call an Extraordinary Network Committee meeting without any of the preambles set out above.
7. The Network Committee may set up Sub-Committees or Working Parties with any brief and rules that it thinks necessary, provided that the rules set out above on voting and resolutions for the Network Committee are applied and provided further that any such sub-committee or working party shall report back to the Committee as soon as possible.
8. The addition, deletion or amendments of the various categories of subscriptions and the amounts thereof, may be done by ordinary resolution without recourse to constitutional change.

(c) Accounts

1. A bank account opened in the name of the Network shall be opened and maintained by the Network Treasurer.
2. All transfer of funds to be signed by any two members of the Network, one of whom shall be an officer of the Network.
3. Special bank accounts in addition to the main account may be opened by resolution of the Network Committee, and maintained by the Network Treasurer.
4. All accounts shall be audited at least once a year by a qualified person who is not a member of the Network Committee, and who is elected at the Annual General Meeting.

7. ANNUAL GENERAL MEETING

(a) General

1. An Annual General Meeting open to all members of the Network shall be held on the last Thursday in March each year, or as near that date as possible.
2. In the absence of the Network Chairperson the Annual General Meeting shall elect a meeting Chairperson (not necessarily from the members of the Network Committee)
3. An official notice of the date, time and venue of an Annual General Meeting shall be communicated to the membership at least three weeks before the date of the Annual General Meeting.
4. Resolutions to be put at the Annual General Meeting must be received by the Network Secretary at least a fortnight before the date of the Annual General Meeting.
5. Notices of the agenda and resolutions shall be sent to every member at least four clear days before the date of the Annual General Meeting.

(b) Conduct of the Annual General Meeting

1. Reports of the Chairperson, Secretary and Treasurer (including an income and expenditure statement of accounts and a balance sheet, together with the report of the auditors) shall be presented to the Annual General Meeting for its approval.
2. All Network members present are entitled to one vote each on each resolution put to the Annual General Meeting.
3. All resolutions shall be proposed and seconded by members.
4. Amending resolutions may be accepted from the floor of the meeting, and shall be voted on in reverse order of proposal before that of the main resolution.
5. Other resolutions may be accepted from the floor of the meeting at the discretion of the Chairperson, who may consult the meeting as to whether they should be accepted for debate and voted upon.
6. Resolutions shall be decided by simple majority with the showing of hands.
7. Alterations to this constitution shall receive the assent of two thirds of the members present and voting at an Annual General Meeting or a Special General Meeting.
A Resolution for the alteration of the constitution must be received by the Secretary of the Network at least 21 days before the meeting at which the Resolution is to be brought forward, At least 14 days' notice of such a meeting must be given by the Secretary to the membership and must include notice of the alteration proposed. Provided that no alteration shall be made to Clause 2, Clause 9 or this clause until the approval in writing of the Charity Commissioners or other authority having charitable jurisdiction shall have been obtained and no alteration shall be made which would have the effect of causing the Network to cease to be a charity in law.
8. Any successful resolution amending the constitution shall take effect immediately.
9. A quorum at Annual General Meetings should be provided for. This should be set at "3 members or one tenth of the membership whichever is the greater".

(c) Election of officers, committee members and auditors

The election of the Network Chairperson, Secretary and Treasurer, from Committee members and at least one auditor (a qualified person) duly nominated and seconded from the floor of the meeting, shall be conducted by ballot if an election is necessary.

8. EXTRAORDINARY GENERAL MEETING

(a) Calling of an E.G.M.

An Extraordinary General Meeting may be called by 20% of the Network Members, giving notice to the Secretary, together with at least one resolution on the matter to be debated properly proposed and seconded.

(b) Period allowed for calling an E.G.M.

Upon receiving such a notice the Secretary must call an Extraordinary General Meeting of all Network Members within three weeks.

9. DISSOLUTION

Method of Dissolution

The Network may be dissolved by a Resolution passed by a two-thirds majority of those present and voting at a Special General Meeting convened for the purpose of which 21 days notice shall have been given to the members. Such Resolution may give instructions for the disposal of any assets held by or in the name of the Network, provided that if any property remains after the satisfaction of all debts and liabilities such property shall not be paid to or distributed among the members of the Network but shall be given or transferred to such other charitable institution or institutions having objects similar to some or all of the objects of the Network as the Network shall decide and if and in so far as effect cannot be given to this provision then to some other charitable purpose.



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