

Friends of Horsey Seals

Constitution (Jan 2012 updated June 2015).

1) NAME

The group shall be called “Friends of Horsey Seals” (FoHS).

Friends of Horsey Seals is a community group administered by an executive committee. The group is comprised of members by subscription, honorary members and members by joining as seal wardens.

2) AIMS and OBJECTIVES

AIMS

The aim of Friends of Horsey Seals is to protect the grey seal population at Horsey from disturbance by the public.

OBJECTIVES

- a) To increase knowledge and understanding of the grey seal colony at Horsey.
- b) To work with land owners, agencies and the local community to further protection of the grey seal colony being mindful of the need to minimize harm to the environmental sensitivity of the site and its role as a defence against inundation by the sea.
- c) To operate and manage an effective seal warden scheme during the breeding season (November to January) while vulnerable seal pups remain on the beach and at other times at the discretion of the committee.

3) YEAR END

The financial year-end shall be 31st March.

4) MEMBERSHIP

- a) Membership is open to any person who accepts and undertakes to support the objectives of FoHS. Any such person [and those in their household] having paid the annual subscription shall be a member.

The named joining member alone will have voting rights provided they are 16 years of age or older.

- b) Any person acting as a seal warden shall be considered a member and shall receive their membership for free and shall have voting rights if aged 16 years or over. If a seal warden ceases to become active their free membership and voting rights will expire at the end of the current membership year.
- c) Any member may resign from FoHS at any time but the unused part of the subscription shall not be refunded.
- d) Honorary (free) membership may be offered to certain people at the sole discretion of the committee provided that a majority of the committee present at the meeting shall be in favour of such action.
- e) The committee shall have the power to decline an application for membership or expel a member provided that members of the committee attending the meeting shall be unanimously in favour of such action.

An aggrieved applicant or member shall have the right to appeal to an Annual General Meeting or Special General Meeting of FoHS.

5) MEMBERSHIP SUBSCRIPTIONS

- a) Any change to the level of membership subscription shall be announced at the Annual General Meeting.
- b) Subscriptions are payable electronically by PayPal or by cheque or in cash. Payment must be received with the application. Applications will not be processed until payment is made.
- c) The membership year shall be 1st November to 31st October.
- d) Applications and subscriptions for membership received later than 30th June will be registered from date of receipt and deemed to pay for membership until 31st October in the following year.

6) MEETINGS

Meetings of any nature shall be called at the discretion of the committee. When General Meetings (e.g. Annual General Meeting, Special General Meeting) are called the business shall be:

To receive a report from the committee:

- a) Accept any statement of accounts
- b) Elect officers and Committee members
- c) Discuss such matters as appropriate at General Meetings

Notice of any General/Special meetings will be communicated to known members by email giving a minimum of 21 days notice of the meeting and will include any proposed changes to the constitution and notification of the nomination process for election of officers and committee members.

7) COMMITTEE

- a) Friends of Horsey Seals shall be managed by an executive committee (hereinafter referred to as 'the committee').
- b) The committee shall consist of not more than twelve people including officers.
- c) The committee shall be responsible for the policy and general management of Friends of Horsey Seals.
- d) The committee shall have the power to co-opt further members to fill vacancies on the committee.
- e) The committee shall have the power to appoint such sub-committees as it may from time to time determine and may determine their power and terms of reference.
- f) The president and vice-presidents may attend committee meetings but may not vote at such meetings.
- g) Any voting member of Friends of Horsey Seals is eligible to serve on the committee.
- h) Nominations for election to the committee shall be received by the general secretary not later than 14 days before the Annual General Meeting. Nominations must be submitted by email and supported by a seconder. The consent of the proposed nominee must first have been obtained. If nominations exceed the number of vacancies, a ballot shall take place of those members attending the Annual General Meeting.
- i) The committee shall meet not less than twice per year in addition to the

Annual General Meeting and any Special General Meetings.

- j) A quorum shall consist of six committee members including one officer.
- k) Officers may exercise such administrative and other acts as may be delegated to them by the committee but not otherwise.
- l) The committee may nominate any member of FoHS to act as its representative on an outside committee or body and terminate such nomination.
- m) The committee shall be empowered to nominate a salaried administrator to be responsible to it for the day-to-day business of FoHS and such other staff as it may consider to be necessary.
- n) The committee shall have power to make appeals, solicit donations and canvass monies for carrying out the objectives of FoHS.
- o) Committee members shall have the power to enter into contracts with suppliers of goods and services only with the agreement of the treasurer and another officer.
- p) A member of the committee shall be deemed to have resigned and shall cease to be a member of the committee if he or she shall be absent from three consecutive committee meetings without such reasons being given as are acceptable to the committee whose decision shall be final.
- q) Committee members shall be mindful of any potential conflict of interest or loyalty. Any such conflict will be declared at the start of the meeting and the individual shall withdraw while discussion and voting on that matter is taking place.

8) **OFFICERS**

Any voting member of Friends of Horsey Seals is eligible for office.

Nominations for the election of officers shall be received by the secretary by email sent not later than 14 days before the Annual General Meeting.

Such nominations shall be in writing, supported by a seconder, and the consent of the proposed nominee must first have been obtained. The election of officers shall be completed before the election of further executive committee members.

- a) The officers of Friends of Horsey Seals shall be honorary appointments and shall consist of: chairperson, vice-chairperson, treasurer, general secretary and membership secretary.
- b) Officers shall serve for one year and may stand again for re-election.

9) **PRESIDENT AND VICE PRESIDENTS**

The executive committee shall have power to appoint as president and vice-presidents persons who have given exceptional service to FoHS.

- a) The committee shall have the power to invite a president for a fixed period and to extend that period.
- b) The committee shall have the power to invite persons to become vice president for a fixed period and to extend that period.

10) **RULES AND PROCEDURES**

Voting: questions arising from any meeting (including Committee Meetings) that require a vote shall be decided on a simple majority of those present other than in circumstances where a unanimous decision of those present at the meeting is required by the constitution. In the event of an equality of votes, the Chair shall have a second or casting vote.

Minutes: These shall be taken at all meetings and be held by the committee and approved at the next meeting.

11) **FINANCE**

- a) The executive committee shall pay out of the monies received by FoHS all proper expenses of administration and management of FoHS and funds shall be used for the Objectives of FoHS and may also be donated to other not for profit organisations at the discretion of the committee.
- b) Proper accounts shall be kept of the income and expenditure of FoHS. These accounts will be independently reviewed annually and presented at the AGM.
- c) An account in the name of 'Friends of Horsey Seals' shall be opened with a bank or building society approved by the committee. All funds

shall be kept in this account.

- d) Cheques shall be signed by two of the Treasurer, Chair or General Secretary.
- e) In the event of dissolution the remaining funds/assets shall be transferred to another or other not for profit organisation or organisations whose aims and objectives are similar to those of FoHS. A committee quorum is required to decide where the funds should go.

12) INSURANCE

The executive committee shall at the cost of FoHS effect such insurance cover relating to the affairs and activities of FoHS its officers and seal wardens.

13) ALTERATION OF CONSTITUTION

Changes to the constitution can be made at any General Meeting with the approval of a majority of those present provided that 21 days notice of the proposed amendment has been sent to all members.

In the event of an equality of votes the Chair shall have a second or casting vote.

Notice of any resolution to change the constitution shall be forwarded to the Secretary in sufficient time for that change to be circulated to all known members.

(Constitution aw 27 Jan 2012)

Amended June 2013,

Amended September 2014: para 4 (b) 5 (c) and 5 (d)

Amended May/June 2015:

Wording changed in para.1. Para.2 (a) (b) and (c). Para. 4 (a), (b). Para. 5 (a), (c) and (d). Wording changes in Para 6. 1st and last paragraphs. Amendments to para. 7 (b), (c), (d), (e) and clauses (g – q) added. Addition of Para 8 (Officers) and 9 (President and Vice-Presidents). 10) Rules and Procedures renumbered, change to wording in Voting section. 11) Finance renumbered, (a) amended. Para 12 (Insurance) added. 13) 'Alteration of Constitution' renumbered and wording amended.