

# CONSTITUTION

## FRIENDS OF CENTENARY AND WEST END PARKS

### 1 Title

The group shall be known as the Friends of Centenary and West End Parks; (hereinafter referred to as the Organisation).

### 2. Objects

The Organisation is a non-profit making environmental! body whose objectives are:

- (a) The provision, maintenance or improvement of a public park or other public amenity in the vicinity of a landfill site, where it is for the protection of the environment,
- (b) Where it is for the protection of the environment, the conservation or promotion of biological diversity through -
  - (i) The provision, conservation, restoration or enhancement of a natural habitat (
  - ii) The maintenance or recovery of a species in its natural habitat on land or in water situated in the vicinity of a landfill site
- (c) The safeguarding and promotion of the welfare of the inhabitants of Airdrie and the surrounding environs on matters concerning the environment of the area and the social and community life of the area.
- (d) The advancement of the education and training of the inhabitants of Airdrie and the surrounding environs.
- (e) The improvement of the health and well-being of the inhabitants of Airdrie and the surrounding environs.
- (f) The working together in partnership with the local community, voluntary and community sector, local business and all other relevant statutory and non-statutory agencies and bodies.
- (g) The engagement in any lawful charitable activity in order to further the objects of the Organisation.
- (h) The provision of a safe environment for leisure and recreational facilities for all the inhabitants of Airdrie and surrounding environs.

The Organisation shall not distribute profits and shall apply all of its income in the furtherance of the objectives above.

The work of Friends of Centenary and West End Parks shall not be for the benefit of landfill site operators who may contribute to Friends of Centenary and West End 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.

The Friends of Centenary and West End Parks shall not carry out, promote or pay for any work required to be completed under any notice issued under the Control of Pollution Ad 1974, the Environmental Protection Act 1990, the Water Resources Act 1991 or required by any planning permission, statutory consent or by agreement under (section 75 of the Town and Country Planning Act (Scotland 1997).

### 3 Membership

Membership of the Friends of Centenary and West End Parks will be open to all inhabitants in Airdrie and the surrounding environs.

This will be regardless of *Race*, Colour, Nationality, Ethnic or National Origins, Religions, Sex, Sexuality, Marital Status, Disabilities.

### 4 Office Bearers and Management Committee

All the activities operation and work of Friends of Centenary & West End Parks shall be controlled by a Management Committee, the initial membership of which is as follows: S Bell, I McIndoe, A Forrest, H Fettus, C Kirkiand, J Fettus, J Murphy, M Wallace, J Mclean, L Murphy, W Listen, S Murphy, H McIndoe, M Forrest, C Murphy

- A. The Office Bearers of the Management Committee of the Organisation shall consist of Chairperson, Vice-Chairperson, Secretary, Treasurer and other such Office Bearers as may be deemed necessary by the Committee.
- B. Members of the Management Committee shall be appointed at the Annual General Meeting (AGM). They shall be committee members for one year and shall be eligible for re-election. However should a member resign during that year they cannot be re-elected to the Committee for a period of three years. The committee shall elect Office Bearers (to hold office for one year) at the earliest possible meeting.
- C. The Management Committee shall meet six times annually or when it is felt a meeting is necessary.
- D. The Management Committee may co-opt any members or persons for special purposes (Unless persons co-opted are members then they will be deemed not to have voting rights).
- E. The Management Committee may appoint and remove members as it sees fit, and shall notify ENTRUST within 7 working days of any such changes, including the names and addresses and occupation and employers of any new members.
- F. The Management Committee shall have all powers necessary for the full and efficient conduct of the affairs of the Organisation (except in so far as these are vested in the members of the Organisation by this constitution), and for that purpose may do any act or thing which they deem appropriate for the fulfilment of the objectives of the Organisation.
- G. The Management Committee may appoint Sub-Committees to deal with any subject in any which way the Organisation alone may determine.

### 5. Chairing of Meetings

The elected Chairperson, or in their absence, the Vice-Chairperson or a nominated person shall chair the meeting of the Organisation.

### 6 Quorum

At Management Committee meetings one third of the members shall form a quorum or 5 persons, whichever is the Greater, and when decisions are made by voting, each member of the committee shall exercise one vote, in the event of a tied vote, the Chairman shall have the casting vote as long as they are not a local authority or landfill operator representative, where the casting vote will pass to an independent member.

## **7 Annual General Meeting (AGM)**

The Annual General Meeting (AGM) of the Organisation shall be held each year within 3 months of the end of the financial year, when an independently verified statement of accounts shall be submitted; the Management Committee appointed, and any other competent business transacted. At least 21 days notice of the Annual General Meeting shall be given to the membership and public notices will be displayed in prominent places throughout the area.

## **8. Special Meetings**

The Management Committee shall have the power to call a Special General Meeting (SGM) of the Organisation at any time for any specific purpose on giving 7 days notice to the members.

## **9 Accounts**

The Management Committee shall keep such books of accounts as are necessary to exhibit and explain the transaction and financial position of the Organisation in regards to the sums of money received and expended by and on behalf of the Organisation: and shall separately identify in these accounts the receipt and application of all contributions received under the Landfill Communities Fund Accounts of these transactions, independently verified by a suitably qualified, competent person in accordance with standard financial practice, shall be made available at each and every Annual General Meeting.

## **10. Finance**

All monies raised by or on behalf of the Organisation *shall* be applied to further the objectives of the Organisation and for no other purpose. Nothing herein shall prevent the payment in good faith of reasonable and proper remuneration fees to professional and technical advisers or the repayment to members of the Management Committee and Volunteers of reasonable out of pocket expenses.

A bank account shall be opened in the name of the Organisation with such bank and/or building societies, as the Management Committee shall from time to time decide. The Management Committee shall authorise in writing three members of the Management Committee (one of whom shall be the Treasurer) to sign cheques on behalf of the Organisation. All cheques must be signed by not less than two of the three authorised signatories. It should be noted that any cheque signatories shall not be related through family or marriage.

## **11. Disclaimer**

The Friends of Centenary and West End Park are responsible only for the Projects that they initiate.

## **12. Amendments to the Constitution**

Amendments to the Constitution may only be made by a two-third majority of the voting members attending an Annual General Meeting. Amendments to the constitution must be submitted to the secretary in writing no later than twenty-eight days prior to the date of the Annual General Meeting.

### **13. Dissolution of the Organisation**

- A. in the event of winding up or dissolution of the Organisation, a Special General Meeting shall be held to formally dissolve the Organisation. Notice of this meeting, and the purpose for which it was called, shall be circulated to all members of the Organisation 21 days before the date of the meeting.
- B. Any remaining Landfill Communities Fund money shall be transferred to another enrolled Environmental Body.
- C. Any assets remaining after the satisfaction of all debts and liabilities including the return of those items and assets advanced or on loan to, shall not be paid to or distributed among the members of the Organisation, but shall be given or transferred to a recognised charitable body or bodies having similar aims to that of the Organisation.

**Certified as a true copy of the Constitution as adopted at Annual General Meeting on 19th April 2010 at Rochsolloch Primary School, Airdrie.**

**Chairperson:** \_\_\_\_\_ **Secretary:** \_\_\_\_\_

**Name:**        **Mr Sam Bell**

**Name:**        Mrs **Helen** Fettus

**Address:**    **28 Manor Drive**  
                  **Airdrie**

**Address:**    **13 Centenary Avenue**  
                  **Airdrie**

**Signature:** \_\_\_\_\_ **Signature:** \_\_\_\_\_