

CONSTITUTION

of the

**THORNE & HATFIELD MOORS
CONSERVATION FORUM**



Thorne & Hatfield Moors Conservation Forum Constitution

Revised Constitution accepted 7th March, 1998

Further revisions accepted 16th March, 2002

Further revisions accepted 13th March, 2004

Further revisions accepted 12th March, 2005

Further revisions accepted 11th March, 2006

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CONSTITUTION

1. Name of the Association

The name of the association shall be the Thorne & Hatfield Moors Conservation Forum (hereinafter called 'the Forum')

2. Definition of Thorne & Hatfield Moors

Thorne and Hatfield Moors in this Constitution means:

- (i) The hydrological unit centred upon the "Thorne, Crowle & Goole Moors" Site of Special Interest, notified by the Nature Conservancy Council on 12th June 1986.

This comprises the peatlands of Thorne Waste, Snaith & Cowick Moor, Rawcliffe Moor, Goole Moor and Crowle Moor, hereinafter called 'Thorne Moors'.

- (ii) The hydrological unit centred upon the "Hatfield Moors" Site of Special Scientific Interest, notified by the Nature Conservancy Council on 18th November 1988.

3. Other areas of interest to the Forum.

The Forum will also concern itself with any areas adjacent, or near, to the Moors, as defined above, which are ecologically and/or historically associated with them and including the Humberhead Levels as defined by English Nature and Countryside Commission Natural Areas.

4. Objects of the Forum

The Objects of the Forum shall be:

- (i) The promotion, at all levels, of Thorne and Hatfield Moors as a natural and cultural resource.
- (ii) The conservation of Thorne and Hatfield Moors, their biodiversity, and their geological, palaeoecological, archaeological and historic features, seeking to sustain, and where possible to improve, their environmental quality.
- (iii) The increase in extent and quality of research to contribute to the scientific basis of the conservation of Thorne and Hatfield Moors.

- (iv) The wider dissemination of knowledge and understanding of Thorne and Hatfield Moors, and of the issues affecting them.
- (v) The provision of a forum for communication and co-operation between organisations which share the above Objects.

5. Activities in furtherance of the Objects

The Forum is a non-party political organisation, whose activities for the furtherance of these Objects, but not otherwise, may:

- (i) Bring together into a forum representatives of relevant organisations, with an interest in the above Objects, to promote discussion and dialogue for the better conservation and understanding of Thorne and Hatfield Moors.
- (ii) Collect and disseminate information on all matters affecting the said Objects, and exchange such information with other organisations having associated or similar Objects.
- (iii) Have written and print, publish, issue or circulate, gratuitously or otherwise, such papers, publications, films or recorded tapes, as shall further the said Objects.
- (iv) Arouse, form and educate public opinion in order to secure the promotion of the said Objects.
- (v) Arrange or provide for, or jointly arrange or provide for, the holding of exhibitions, meetings, lectures, courses, seminars or training courses.
- (vi) Promote, commission, undertake or jointly assist in promoting, commissioning and/or undertaking, surveys, investigations and reports, and where appropriate, make the results thereof available.
- (vii) Make representations to Government Departments, local authorities, or other bodies and individuals.
- (viii) Furnish evidence to, or at, Public Inquiries or Parliamentary Hearings.

- (ix) Assist any charitable trusts which share the Objects of the Forum, in activities which may lawfully be undertaken to promote those said Objects.
- (x) Subject to such consents as may be required by law, borrow or raise money for the furtherance of the Objects of the Forum and accept gifts on such terms and on such security as shall be deemed necessary.
- (xi) Raise funds, and invite and receive subscriptions from member bodies (*vide* subsection 6.1), provided that the Forum shall not undertake permanent trading activities in raising funds for the said Objects.
- (xii) Invest those funds of the Forum, not immediately required for the said Objects or for necessary administration, in or upon such investments, security or property, as may be thought fit, subject to such conditions (if any) as may for the time being be imposed, as required by law.
- (xiii) Take such other lawful action as may promote the said Objects.

6. Membership of the Forum and Voting Rights.

- (i) Membership of the Forum shall, subject to the approval of the Executive Committee, be open to any association or body (hereinafter called 'member body'), whether incorporated or unincorporated, the objects of which are compatible with those of the Forum. (*Vide* also section 7 (honorary membership) and subsection 9.1 (observer status)).
- (ii) An annual subscription shall be levied on member bodies, the amount involved to be periodically reviewed by the Executive Committee. Any changes recommended shall be presented in the form of a resolution for approval at the Annual General Meeting, or at a Special General Meeting convened for that purpose. The annual subscription shall become due on 1st January. Membership shall be deemed to have lapsed in the event of non-payment of the subscription by 31st July in the same year.
- (iii) Each member body shall be entitled to one vote in respect of any resolution made at, or presented to, a Forum general (*i.e.* non-executive) meeting. The same shall apply to any postal ballot.

- (a) Notice of the proposed changes shall be given in the agenda for the Meeting.
- (b) A resolution duly seconded, approving the alterations or additions, is passed by a majority of not less than two-thirds of the votes cast by the representatives present.

19 Distribution of the Constitution

A copy of this Constitution shall be given to each member body of the Forum, to each honorary member, and to each observer. Copies shall also be made available to Executive Committee members; and to others on request.

20 Settling of liabilities and disposal of Property.

If, upon winding up or dissolution of the Forum, there remains, after settling liabilities, any property whatsoever, this shall be disposed of in one of two ways:

- (a) It shall be transferred to a Trust specifically set up by the Forum. The sole purpose of this Trust shall be to hold and administer the property, and to seek additional resources, in furtherance of the continued publication and promotion of *Thorne & Hatfield Moors Papers*.
- (b) If (a) is not possible, for whatever reason, or the amount of property remaining is regarded as insufficient to justify the creation of such a Trust, it shall be transferred to one or more member bodies of the Forum, as appropriate. It shall be employed for the pursuit of the conservation, and/or study, of Thorne and Hatfield Moors. It shall not be transferred to any person or persons who are associated with the Forum.

21 Deposition of Archives

Upon winding up or dissolution of the Forum, the Executive Committee shall ensure that the archives of the Forum shall be retained/placed in a suitable repository.

- (v) Verbal and/or written reports on committee activity may be requested by the Executive Committee, *via* the Secretary of the Forum, for presentation at an executive or general meeting.
- (vi) Committee minutes and/or reports may be incorporated by the Secretary of the Forum into that officer's report to the Annual General Meeting.
- (vii) Any appointed committee whose activities involve finance shall submit an annual statement to the Treasurer of the Forum, for incorporation into the Treasurer's statement of accounts at the Annual General Meeting.

15 The Treasurer's Accounts

The Treasurer shall maintain records which are sufficient to show the financial position of the Forum, and which shall, in particular, contain:

- (a) Entries showing all money received and expended, with a sufficient explanation of the circumstances of receipt and expenditure.
- (b) A record of the assets and liabilities of the Forum.

16 Bank Account

One or more bank accounts shall be opened in the name of the Forum, and transactions in relation thereto, shall be signed by two officers, one of whom must be the Treasurer.

17 Appointment of Auditor

The Executive Committee shall be empowered to appoint an honorary auditor.

18 Alterations to the Constitution

Any alterations or additions to this Constitution shall be made only at an Annual General Meeting, or at a Special General Meeting convened for that purpose, provided that:

- (iv) Each member body shall nominate not more than two persons (hereinafter called 'representatives') to attend the general meetings of the Forum. These persons shall be properly accredited members of that body and shall not be under the age of 18 years.

Their names shall be submitted to the Secretary, and any changes also notified.

7. Honorary Membership of the Forum

- (i) Honorary membership of the Forum shall be granted to persons, or to organizations, who or which have shown exceptional commitment to the Objects of the Forum. Such membership shall be recommended by the Executive Committee. This shall be presented as a motion for resolution, at any general meeting of the Forum, or by postal ballot, in accordance with section 8.

- (ii) Honorary membership shall have a voting status in the Forum.

- (iii) Individual honorary members shall be entitled to attend all meetings of the Forum and Executive. Such organizations shall be entitled to send one representative to these meetings.

- (iv) Honorary members shall receive all Forum papers, and a copy of each Forum publication.

- (v) Honorary membership shall not bar a person, or an organization, from being otherwise involved in the executive functions of the Forum, including the linked entitlement to vote.

8. Voting Procedures

- (i) A motion for resolution to be voted on at any general meeting of the Forum, or by postal ballot, shall be proposed by a representative, and seconded by a representative of another member body.

- (ii) The representative, or one of the representatives (as applicable), of each member body, shall be entitled to vote on its behalf, at a general meeting of the Forum, or by postal ballot.

- (iii) A resolution made at a general meeting of the Forum, or by postal ballot, shall be by simple majority of those present, or participating, respectively, and entitled to vote.
- (iv) When any ballot on a motion is tied, the Chair at that general meeting of the Forum, or at the general meeting following a postal ballot, shall exercise a casting vote. Otherwise, the Chair shall not be permitted to vote at a general meeting of the Forum.
- (v) It shall be allowable for the Chair, at any Quarterly Meeting, to admit without prior notice being given by any member body, a motion for resolution at that Meeting.
- (vi) Subject to the provisions listed hereinafter, the Chair at an Annual General Meeting or a Special General Meeting of the Forum, may allow an application for an emergency motion. Any such application granted by the Chair shall be:
 - (a) Proposed and seconded in accordance with section 8.1.
 - (b) Lost unless carried by a majority of two-thirds of those present and entitled to vote.

9. Observer Status

- (i) Observers shall be invited, by the agreement of the Executive Committee of the Forum, to have a non-voting (observer) status at general meetings of the Forum. Such an observer shall be either a person, or a representative of a non-member organization, including Government Departments and agencies, statutory authorities, University departments and companies. A list of the observers shall be kept by the Secretary.
- (ii) An annual subscription shall be levied on observers, to contribute to the administrative costs of such status (*vide* subsections 12.7 (iii), 12.9 (iii) and 12.10). Any changes recommended to the amount involved shall be presented in the form of a resolution for approval at the Annual General Meeting, or at a Special General Meeting convened for that purpose.

The annual subscription shall become due on 1st January. Observer

determined by the Executive Committee, and the committee shall be reappointed annually.

- (ii) The Chair and Secretary of the Forum shall be *ex officio* members of any appointed committee. They shall receive notifications, agendas and minutes of all such meetings, and shall be entitled to attend if they so decide.
- (iii) Any committee of the Forum shall have the power, and/or responsibility, to:
 - (a) Elect one of its members to chair meetings of that committee.
 - (b) Nominate any of its members to act on its behalf in a representative capacity.
 - (c) Co-opt any representative of a member body of the Forum, or other person, especially appropriate, to voting membership of that committee, provided that they shall not, by virtue of such status alone, exercise any right to attend a general meeting of the Forum, or to vote at such a meeting, or in a postal ballot.
 - (d) Draw up rules or procedures for the conduct of its business, provided that no such rule or procedure shall be unconstitutional. The conduct of committee business shall, however, follow the procedures of the Executive Committee wherever possible.
 - (e) Appoint one of its members to write the minutes of the meetings. The Chair of the committee shall ensure that these are an accurate record, endorsed by that person's signature. They shall be kept in a permanent form, with one set retained as a Forum archive.
 - (f) Forward a copy of each set of minutes to the Secretary of the Forum, for possible presentation, as necessary, to the Executive Committee.
- (iv) The minutes of any committee meeting may be distributed to member bodies and observers of the Forum, at the discretionary direction of the Executive Committee, or with the agreement of the latter.

- (ii) The Annual General Meeting shall be held during March, to receive officers' reports, each covering the period from 1st January to 31st December of the previous year; to receive from the Treasurer a statement of accounts covering the same period, audited by a suitably qualified independent examiner; and to elect members of the Executive Committee for the ensuing year. Copies of the officers' reports, and the statement of accounts, shall be circulated with the minutes of the Annual General Meeting.
- (iii) At least one month's notice of the date of the Annual General Meeting shall be given.
- (iv) Items for the Annual General Meeting agenda, submitted by member bodies *via* their representatives, shall be in the form of a resolution duly seconded, which shall reach the Secretary at least 14 days before the Meeting.
- (v) The agenda for a general meeting, including the Annual General Meeting, shall be distributed at least seven days before the meeting.
- (vi) Seven voting representatives shall form a quorum at a general meeting, including the Annual General Meeting.
- (vii) A Special General Meeting may be called at any time, by the Executive Committee, or on a requisition signed by at least five representatives, stating the business for which the Meeting is to be called. Fourteen days' notice, accompanied by the agenda, shall be given of such a Meeting, and the only business to be taken shall be that appearing on the agenda. Seven voting representatives shall form a quorum at a Special General Meeting.
- (viii) The Minutes Secretary shall keep, in a permanent form, a record of all general meetings of the Forum. Copies of these minutes shall be made available to all member bodies and observers, and to all Executive Committee members. Further, a reference set, signed as a true record by the Chair, shall be kept as a Forum archive.

14 Committees

- (i) The Executive Committee may appoint a committee of any number of representatives for such purposes as it shall decide. The composition, membership and terms of reference of such a committee shall be

status shall be deemed to have lapsed in the event of non-payment of the subscription by 31st July in the same year.

10. Officers of the Forum

The principal officers of the Forum, with the exception of the Chair, shall be elected at the Annual General Meeting, by the process of simple majority. These officers shall consist of a Secretary, Minutes Secretary, Treasurer, and Editor of *Thorne & Hatfield Moors Papers*. Other officers, as may be deemed necessary from time to time, shall be appointed by the Executive Committee. All current officers shall be listed in the minutes of the Annual General Meeting. All subsequent changes and appointments shall also be duly minuted in full. No official holding one office shall be debarred from holding one other simultaneously, and there shall be no fixed term of service for individual officers.

11. The Chair

- (i) The Chair shall be defined as a person, or as a group of up to four persons acting as far as possible in rotation, but also as expedient, appointed to organize the business of the general meetings of the Forum, and of the Executive Committee Meetings.
- (ii) The newly-elected Executive Committee, at its first meeting following the Annual General Meeting, shall, under the initial chairing of the person, or one of the group of persons, occupying that office in the preceding year, appoint from that Executive Committee, a Chair for the ensuing year, who, or one of whom, will then immediately assume the duties of the Chair.
- (iii) No officer of the Forum, as defined under section 10, shall be debarred from occupying the Chair by virtue of their existing office alone.
- (iv) In matters requiring urgent attention, decisions may be taken by the Chair, acting as far as possible in conjunction with the Secretary and Treasurer, such action being reported to the Executive Committee at the earliest opportunity .

12. The Executive Committee

- (i) Subject to control of policy by the Annual General Meeting, the Forum shall be *governed* by an Executive Committee of nine representatives, including five officers of the Forum. These latter shall include the Secretary, Minutes Secretary, Treasurer, and Editor of *Thorne & Hatfield Moors Papers*. The fifth shall be the Chair, as defined, who shall be nominated by the Executive Committee from within their number.
- (ii) Nominations for election of officers, as specifically named in section 10, and nominations for election to the remaining places on the Executive Committee, shall be made in writing by 31st January preceding the Annual General Meeting. They shall be communicated to the Executive Committee through the Secretary .
- (iii) Each nomination shall include the signatures of the proposed, the proposer, and a seconder.
- (iv) Executive Committee membership shall normally be open to one representative from each member body.
- (v) Five shall form a quorum at an Executive Committee Meeting.
- (vi) The agenda for a general meeting, including the Annual General Meeting, shall be distributed at least seven days before the meeting.
- (vii) A motion for resolution at an Executive Committee Meeting shall be proposed and seconded, and shall be carried by simple majority of those present, provided that the meeting is quorate. When any ballot on a motion is tied, the Chair shall exercise a casting vote. Otherwise, the Chair shall not be permitted to vote at an Executive Committee Meeting.
- (viii) The Executive Committee shall have the power to:
 - (a) Co-opt representatives to membership of the Executive Committee in the event of insufficient nominations for that

Committee. Such representatives shall have full voting status on the Committee.

- (b) Fill any vacancy which may arise in its composition during the course of the year.
- (c) Co-opt additional representatives, or observers, to membership of the Executive Committee, but in a non-voting capacity.
- (ix) All co-opted representatives on the Executive Committee shall retire at the end of the year, but shall be eligible for election for the following year.
- (x) The Executive Committee shall also have the power to:
 - (a) Deal with the funds of the Forum, attend to all business matters and correspondence, appoint committees for any purpose, and perform administrative duties necessary in its opinion to further the best interests of the Forum.
 - (b) Make grants, and give donations or expenses, from the funds of the Forum, of amounts subject to its discretion, for purposes which are deemed to further the Objects of the Forum.
 - (c) Nominate any of its members, or other representatives, as appropriate, to act on its behalf, as defined by the Executive Committee, in a capacity beyond the Forum.
- (xi) The agenda for an Executive Committee Meeting shall, whenever practicable, be distributed at least seven days before that Meeting.
- (xii) The Minutes Secretary shall keep, in a permanent form, a record of all Executive Committee Meetings. Copies of these minutes shall be made available to the member bodies represented on the Committee, to the Committee members themselves, and to those member bodies and observers who request them. Further, a reference set signed as a true record by the Chair, shall be kept as a Forum archive.

13 General Meetings

- (i) At least two general meetings of the Forum shall be held *per* year, one of which shall be the Annual General Meeting.