



# **FOLP CIC CONSTITUTION Draft**

**Vs : 3**

**For approval by Members at half year GM :13/10/15**

In order to continue to provide a strong management structure to The Friends of Lilford Park CIC the Terms and Conditions have been reviewed by the Directors and revised to reflect the development of the Company since its inception in December 2013.

The Terms and Conditions set out in Version 3 are in line with the original WLCT Constitution template (Vs1 DATE) and also the second revision of the Constitution (Vs2 Date) however it has become necessary to clarify them to reflect the way FOLP CIC will be managed in the future by:

1. Clearly defining the roles and responsibilities of the FOLP CIC Directors
2. Clearly defining the roles and responsibilities of the FOLP General Management Committee members (*hereafter referred to as FOLP GMC*) as delegated to them by the Directors of FOLP CIC

This Constitution (**Vs3 October 2015**) has been agreed by the Registered Directors of FOLP CIC at their Director's Meeting held on the 23/09/15

Subject to the agreement of the FOLP Members at the General Meeting on the 13<sup>th</sup> October 2015 it will be fully adopted from that date by FOLP CIC

Name of FOLP CIC Director	Signature
Stephen Aspden	
Pauline Aspden	
Alan Cox	
David Sykes	
Linda Sykes	
Barbara Wright	

## **FOLP CIC Constitution (Vs3)**

### **FOLP CIC - DIRECTOR'S RESPONSIBILITIES:**

- 1.1 As from 3/12/13 the name of the group shall be known as the **'FRIENDS OF LILFORD PARK COMMUNITY INTEREST COMPANY'** but may also be referred to generally as FOLP CIC where applicable.
- 1.2 At a Director's meeting held on the 23/09/15 and in line with the original 'Articles of Association of the Friends of Lilford Park CIC' the Directors have agreed the following:
  - 1.2.1 The term of office for a Director will be 3 years.
  - 1.2.2 The Chair of FOLP CIC will be elected by the Directors and will serve a term of 2 years.
- 1.3 As set out in the 'Articles of Association of the Friends of Lilford Park CIC' (hereafter referred to as 'The Articles') the named Directors are responsible, at all times, for the management of all aspects of the Company's business. They must also ensure that any assets, income and profits held by FOLP CIC are used solely for the benefit of Lilford Park and the local community it has been formed to serve.
- 1.4 The Directors may delegate to an elected FOLP General Management Committee (FOLP GMC) the authority to make democratic decisions (within the boundaries covered by the FOLP public liability insurance) to oversee the day to day management of the aims and projects of FOLP in line with the agreed and documented work plans.
- 1.5 A quorum of 4 Directors may revoke any such delegation and any decisions made, in whole or in part, or alter the terms and conditions of the General Management Committee at any time for the benefit of FOLP CIC.
- 1.6 On the dissolution of FOLP CIC any surplus assets must be transferred to another asset locked body once all liabilities have been met.

### **2. AREA OF BENEFIT :**

- 2.1 The area of benefit covered by the FOLP CIC shall be within the boundaries of Lilford Park and its associated buildings i.e. the Toilet Block, Ranger's Hut and Bowling Hut, also surrounding woodlands, the flood plain and the areas known as sports pitches.

### **3. AIMS:**

- 3.1 To carry on activities which benefit the community and in particular (without limitation) Lilford Park.
- 3.2 To represent the community of Leigh and District.
- 3.3 To protect and enhance Lilford Park's natural beauty, wildlife, flora and fauna and historical interest and to develop facilities to meet the needs of all the community of Leigh and District.
- 3.4 To promote Lilford Park and increase its usage.

- 3.5 To encourage responsible use of Lilford Park.
- 3.6 To organise events and activities in Lilford Park.
- 3.7 To act as an advisory body for the community and park users in matters relating to Lilford Park.
- 3.8 To work in partnership with other agencies such as Wigan Leisure & Culture Trust, Wigan Council, Greater Manchester Police and any other service providers to achieve our mutual aims.
- 3.9 To maximise funding through fund raising events and the submission of funding applications to achieve our aims.
- 3.10 To encourage a community spirit and give all park users and supporters the opportunity to feel valued and listened to.

#### **4. EQUAL OPPORTUNITIES**

- 4.1. FOLP CIC will ensure that everyone is given an opportunity to participate fully and equally, regardless of age, gender, race, sexuality, disability and religion. The group will be non-political.

#### **5. CHILD PROTECTION & VULNERABLE ADULT PROTECTION**

- 5.1. When FOLP CIC provides and/or engages in activities with young people and/or vulnerable adults, it will adopt a child protection/vulnerable adult protection policy.

#### **6. MEMBERSHIP**

- 6.1. FOLP membership shall be open to all members of the community. Elected members of Wigan Council (representing Leigh Wards) may be Honorary members of the group.
- 6.2 Applicants will be required to pay a one-off £1 subscription to join FOLP as a life time member.
- 6.3 The Secretary shall maintain an up-to-date record of membership.
- 6.4 Officers from partner agencies may be invited to attend meetings in an advisory capacity only and shall have no voting rights.

#### **7. FOLP GENERAL COMMITTEE MEMBERSHIP (As from 13<sup>th</sup> October 2015)**

- 7.1 The FOLP GMC shall consist of no more than 10 Officers, elected from the Membership. The Directors of FOLP CIC may also stand for election to this Committee under the standard election procedure.
- 7.2 In the case of the FOLP GMC not having an elected Director as part of the official Committee, a non-voting Director representative will attend these meetings on behalf of the Board of Directors.

7.3 The FOLP GENERAL COMMITTEE will be comprised of:

1. Chair
2. Vice Chair
3. Treasurer (*The FOLP CIC Treasurer post will be appointed by the Directors of FOLP CIC*)
4. Vice Treasurer
5. Secretary
6. 5 other Committee Members

7.4 In line with the "Articles of Association" the elected FOLP GMC Secretary is required to attend all FOLP CIC Directors' meetings and General Management Committee scheduled meetings. If not available the Vice Secretary is required to attend.

If, in any instance, a scheduled meeting has taken place but is not formally minuted, the meeting (and any decisions taken at the time) will be declared as void.

7.5 The FOLP CIC Treasurer is required by the Directors to attend all General Management Committee meetings and may be required to attend FOLP CIC Director's Meetings.

7.6 FOLP GMC Members (except for the Chair) will serve a three (**3**) year term of office from the date of their election. At the end of their term of office they are eligible to stand again for re-election in line with the agreed process.

7.7 The Chair of the FOLP GMC will serve a two (2) year term of office. The post holder will be a GMC member who has been invited to accept the role after receiving a majority vote from the members of the GMC and any Director(s) of FOLP CIC who is not a member of the GMC.

7.8 If a FOLP GMC Member does not wish to stand for re-election, or wishes to resign from the committee at any time, they are requested to provide the Secretary with a minimum of 2 months advanced written notice before relinquishing the position.

7.9 Any vacancies arising on the GMC will be notified out to all FOLP members by the Secretary (via email or letter) as soon as possible and nominations sought using the NM1 or NM2 application forms in line with the guidance notes attached (*forms available from FOLP website*)

7.10 Members of the GMC, along with the Directors of FOLP CIC, will review all applications in a timely manner and the Secretary will then provide FOLP Members (via email or letter) with a shortlist of candidates for their final approval and election.

7.11 The GMC Members shall have the authority to co-opt 1 representative member from any local voluntary/community groups, whose aims are for the benefit of Lilford Park; to a maximum of 4 members.

7.12 The GMC Members shall endeavour to meet on a monthly basis, but no less than 4 times per year. Meeting dates to be published a minimum of 7 days in advance.

## **8. MANAGEMENT OF GENERAL COMMITTEE MEMBERSHIP :**

- 8.1 In the event of a General Committee Member who is a post holder (i.e. Chair, Vice Chair, Secretary, Vice Treasurer) resigning before their term of office is completed, the remaining GMC Members (in agreement with the Directors) have the following options:
- 8.1.1 Appoint a temporary acting post-holder from among the remaining committee members until nominations for the post can be sought by the Secretary from the full FOLP membership.
  - 8.1.2 In the event of more than one member wishing to apply for the post, all nominees will be asked to submit their application using the relevant form. All applications received under this process will be forwarded on to FOLP members for their consideration and vote.
- 8.2 A GMC Member shall be deemed to have resigned from the Committee if they fail to attend 3 consecutive GMC meetings without sending apologies or good reason.
- 8.3 A GMC member may be suspended/dismissed if the FOLP CIC Directors are advised and have agreed that this member has committed gross misconduct. The GMC Member will be entitled to speak or be represented by another member at the next meeting of the General Management Committee.

## **9. VOTING/QUORUM: ANNUAL GENERAL MEETINGS AND BI-ANNUAL GENERAL MEETINGS:**

- 9.1 The GENERAL MANAGEMENT COMMITTEE shall endeavour to hold at least two meetings a year which are open to all FOLP members, one of which must be the Annual General Meeting.
- 9.2. The Committee shall arrange for an Annual General Meeting to be held within 12 months of last AGM and not outside 15 months. The purpose of this meeting will be:
- (a) To present the 'Friends of Lilford Park CIC Ltd Annual Report'
  - (c) The Treasurer to present the annual Statement of Accounts.
  - (d) (From April 2015) the accounts presented by The Treasurer will have been verified and approved, prior to the AGM, by the groups' appointed Auditor
- 9.3 Advance notice of these General Meetings must be published by posting notices e.g. in the local press, local shops, the area of the park, the FOLP website and any other suitable social media sites.
- 9.4 Each individual FOLP member shall have the right to vote on items raised for approval at the Annual General Meeting and the General Meeting.
- 9.5 Any item agended for approval by the membership at either of these meetings requires a majority vote from the members attending the meeting in order for the item to be ratified.

## **10. VOTING AT A GENERAL MANAGEMENT COMMITTEE (GMC) MEETING:**

- 10.1 Any item agended for approval at a GMC meeting requires a majority vote from the committee members attending the meeting in order for the item to be ratified.
- 10.2 The Chair of the GMC meeting has the right to vote as a committee member. In the event of the vote being tied the Chair will also have the casting vote.

## **11. FOLP CIC FINANCIAL MANAGEMENT:**

- 11.1 The "Friends of Lilford Park CIC" financial year commences from the 3<sup>rd</sup> December in accordance with the original date of registration of FOLP CIC by Companies House
- 11.2 The Treasurer and Vice Treasurer will be responsible for maintaining up to date accounts of the finances of FOLP CIC and also to manage the company bank account on behalf of the Directors and FOLP members.
- 11.3 The bank account shall have 3 authorised signatories, these being the appointed Treasurer and 2 of the Directors. No two people residing in the same household shall be able to be signatories.
- 11.4 All monies raised by FOLP CIC will be utilised to further the objectives of the group and for no other purpose.
- 11.5 Any money raised shall be paid into the FOLP CIC bank account as soon as is practicable.

## **12. ALTERATIONS TO THE CONSTITUTION:**

- 12.1 Any alterations to this constitution shall, in the first instance, be subject to discussion and agreement by the Directors of FOLP CIC.
- 12.2 The revised document will then be presented to the membership at the next General Meeting for their approval and will be made available via the website at least one week in advance of the meeting date.
- 12.3 The revised Constitution can only be fully adopted if there is approval by a majority of those present at the meeting.
- 12.4 If a majority approval cannot be achieved for any reason (i.e. due to meeting room time constraints etc), the reasons raised by the Membership must be accurately minuted and an Extraordinary General Meeting held as soon as possible to address and resolve them. A majority vote at this meeting will then be required to approve the final document,

## **13. DISSOLUTION OF FOLP CIC:**

- 13.1 If the **FOLP CIC Directors, in agreement with the General Management Committee Members**, propose a motion to dissolve the 'Friends of Lilford Park Community Interest Company' a final audit of accounts will be undertaken by the appointed Auditor. Following this a Special General Meeting will be called which can dissolve the group providing this is agreed by a two-thirds majority of the remaining FOLP membership.

- 13.2 2 weeks' notice for a Dissolution Meeting must be given and if the sole purpose of the meeting is the dissolution of FOLP CIC then the quorum number at a General Meeting need not apply.
- 13.3. All books and documents of the group shall be placed with a person or organisation for safe keeping, as the meeting shall decide.

The Constitution (**Vs 3**) was adopted by  
**'THE FRIENDS OF LILFORD PARK COMMUNITY INTEREST COMPANY '**  
at the half yearly **General Meeting** held on: **13<sup>th</sup> October 2015**

<b>Name</b>	<b>Position held</b>	<b>Signature</b>
<b>David Sykes</b>	<b>Chair</b>	
<b>Stewart McGarrie</b>	<b>Treasurer</b>	
<b>Linda Sykes</b>	<b>Secretary</b>	