

## **HARROW AGENDA 21 ENVIRONMENTAL FORUM CONSTITUTION**

1. 1.1 The name of the Association shall be "Harrow Agenda 21 Environmental Forum" ("the Forum") [or such other name as the Forum may from time to time decide with the approval of the Charity Commissioners].
- 1.2 The Forum is an Association of groups and individuals set up to achieve the aim and object set out below.

### **2. OBJECT:**

- 2.1 "For the benefit of the residents of the London Borough of Harrow:
  - a) The preservation, conservation and improvement of the natural and built environment of the London Borough of Harrow.
  - b) The education of the public in the London Borough of Harrow in forms of human behaviour (including industrial, commercial, economic and social activities) which protect and improve the environment and promote the well being of humanity and other living species."

### **3. POWERS:**

In addition to any other powers which it has, the Forum may exercise the following powers in furtherance of its object:

- (1) power to raise funds and to invite and receive contributions from any source that does not compromise the integrity of the Forum, provided that in raising funds the Forum shall not undertake any substantial permanent trading activities;
- (2) power to buy, take on lease or in exchange, any property, and to maintain and equip it for use;
- (3) power subject to any consents required by law to sell, lease or dispose of all or any part of the Forum's property;
- (4) power, subject to any consents required by law, to borrow money and to charge all or any part of the Forum's property with repayment of the money so borrowed;
- (5) power to invite volunteers to assist in the execution of any of the Forum's activities;
- (6) power to employ and pay such persons as the Executive Committee (see clause 5) consider necessary and within the Forum's financial resources;
- (7) power to seek (from relevant sources) ideas, researched information, technical knowledge and assistance that will enable effective and efficient action to be taken;
- (8) power to promote and carry out relevant surveys and investigations;
- (9) power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
- (10) power to hold funds in trust on behalf of voluntary groups who are members of the Forum or eligible to be members (subject to legal considerations);
- (11) power to establish or support any charitable trusts, associations or institutions formed for (all or any) of the object;
- (12) power to do all such other lawful things as are necessary for the achievement of the said aim and object provided always that all actions shall be charitable in law.

#### 4. MEMBERSHIP:

- 4.1 Membership of the Forum shall be open to all individuals and organisations that have an interest in the Borough of Harrow and will further the aim and objects of the Forum.
- 4.2 Each member organisation shall appoint one person to represent it and vote at General Meetings, but a deputy may attend and vote if the representative is unable to attend.
- 4.3 Individual members shall be entitled to attend General Meetings and vote.
- 4.4 The levels of subscriptions shall be set by a General Meeting upon recommendations by the Executive Committee.
- 4.5 Termination of membership shall be by rules as decided at a General Meeting, provided that:
  - (a) the membership of any individual or organisation may only be terminated for good and sufficient reason; and
  - (b) the individual or organisation concerned shall have the right to be heard, accompanied by a friend if necessary, before a final decision is made.

#### 5. ADMINISTRATION:

- 5.1 The Forum shall be administered and managed in accordance with this constitution by an Executive Committee ("EC").
- 5.2 The Executive Committee shall consist of:
  - (a) the Chairperson elected at the Annual General Meeting ("AGM") under clause 6.4 below;
  - (b) Chairpersons elected by each of the action groups established as sub-committees under clause 5.3 (a) and up to nine members elected at the AGM to serve until the next AGM.
  - (c) 4 Councillors appointed by the London Borough of Harrow as a principal partner of the Forum **only two of whom may be Local Authority representatives when decisions are made.**
- 5.3 The EC:-
  - (a) shall make such rules, standing orders and terms of reference as may be required for the orderly conduct of its business, conduct of meetings, custody of documents, membership records, establishment of sub-committees and procedures for Annual and Special General Meetings;
  - (b) shall account for all funds received and expended, keep competent records, operate appropriate bank accounts and investments that shall be controlled by at least two signatories;
  - (c) shall meet at least four times per year;
  - (d) shall appoint a Deputy Chairperson, Secretary and Treasurer;
  - (e) may, as it sees fit, co-opt not more than 4 non-voting members;
  - (f) may fill any vacancy among elected EC members to serve until the next AGM and shall normally appoint the next non-elected candidate at the previous AGM;
  - (g) may require that any member of the EC who is absent from all its meetings over a period of 6 months without an acceptable reason shall vacate his or her office.

- 5.4 Subject to the provisions of clause 5.5 (professional charging clause) and except with the prior written approval of the Charity Commissioners no EC member may:
- (a) receive any benefit in money or in kind from the Forum; or
  - (b) have a financial interest in the supply of goods or services to the Forum; or
  - (c) acquire or hold any interest in property of the Forum (except in order to hold it as a trustee of the Forum).
- 5.5 Any EC member who possesses specialist skills or knowledge, required by the Forum for its proper administration may charge, and be paid reasonable charges for work of that nature done by him or her, or his or her firm, when instructed by the other EC members to act on behalf of the Forum.
- Provided that:
- (a) at no time shall a majority of the EC members benefit under this provision; and
  - (b) an EC member shall withdraw from any meeting of the EC whilst his or her own instruction or remuneration, or that of his or her firm, is being discussed.

## **6. ANNUAL GENERAL MEETINGS:**

- 6.1 The Forum will hold an Annual General Meeting not more than 24 months after the Inaugural Meeting and thereafter within 13 months of the previous AGM at which an Annual Report and Accounts shall be presented in a form that would meet the requirements of Charity law.
- 6.2 The quorum for an AGM shall be 20% of the membership.
- 6.3 The AGM will ratify, or otherwise, by a simple majority any decision or rule made by the EC in the previous year as per clause 5.3 (a).
- 6.4 The AGM will elect the Chairperson for the following year and appoint two independent persons as auditors.

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

- 7.1 This Constitution may be altered by a resolution passed by not less than two-thirds of the members present and voting at an Annual General Meeting or a Special General Meeting called for that purpose, except in the first fifteen months when a simple majority shall suffice.
- 7.2 Notice of any proposed alteration setting out the terms of the alteration received by the Secretary shall be included in the notice of the Meeting despatched by post at least 21 days before the Meeting.
- 7.3 No amendment may be made to clause 1 (the name clause), clause 2 (the aim & objects clause), clause 5.4 (EC members not to be personally interested clause), clause 8 (the dissolution clause) or this clause without the prior consent in writing of the Charity Commissioners.
- 7.4 No amendment may be made which would have the effect of making the Forum cease to be a charity at law.

**8. DISSOLUTION:**

- 8.1 If the EC decides it is necessary or advisable to dissolve the Forum it shall call a meeting of members giving not less than 21 days notice stating the terms of the proposal.
- 8.2 If the proposal is carried by at least two thirds of those present and voting the EC shall have power to realise the assets and after settling debts and liabilities shall transfer the remaining assets to other charitable organisations in the Borough having similar objectives.

*Adopted 27 July 1999  
Amended 16 July 2008*