

A General Introduction to Group Constitutions

When you are thinking about setting up a new Community Woodland group, you will have to consider what the purpose of the group will be, what will be its objectives and aims. These enable you to set out the rules of the organisation and are referred to as the governing document.

For a group the governing document is a constitution. It tells anyone looking at it, the purpose of the organisation, who can become a member, how people can become involved in managing committee, how meetings are called and other matters relating to the way the group functions. The constitution is the formal structure that backs up the group's activities. It can be used, as a reference, to set out the correct procedures for dealing with issues.

It should be stressed that if the model we have here does not fit the circumstances of your group it should be amended to recite the correct circumstances. The model is only a guide to assist you in the setting up of your constitution.

If you are planning to acquire land as part of your group's establishment then you will need to look at other model constitutions. This could include becoming a charitable trust or a limited company. If this is the case we suggest you seek professional advice when drafting your constitutional document.

Why do you need a Constitution?

- So that everyone clearly knows what your group aims to do
- So that everyone knows how the group will be run
- So everyone knows who is responsible for running the organisation
- If you apply for funding or equipment resources – backers will be confident their resources will be accounted for and used appropriately
- Good practice also suggests you should keep a record of your activities, as part of your agreed work plan

Constitutions have different names depending on the type of organisation established. The most common type of organisation is an **Unincorporated Association** and the constitutional document is a **constitution**. For a **Trust** it is a **Trust Deed**, whereas a **Company limited by guarantee** will have a **Memorandum and Articles of Association**.

Whatever the nature of the constitution it is important that it has enough information for the group to be run effectively and without ambiguity. It should provide a clear reference for the overall organisation of the group. The guidelines below are for an unincorporated association and as such are relevant to groups that are not planning to own land as part of their groups remit.

What to include in your Constitution?

General Guidelines

- Clearly set out the rules which you want to apply to your group
- If you use a model constitution ensure it does what you want it to and do read the wording carefully!
- If you do not understand something in a model document, find out what it means before including it in your document
- You can make a separate list of rules to cover particular issues as required and also set up sub committees in addition to the constitution
- Make sure everyone is in agreement with what has been written down and avoid using vague words.
- If you are concerned about including something or not don't ignore the issue ask for advice before finally deciding

Before you can fully draft one for your group you will need to be able to answer the questions below.

An Unincorporated Association will need to decide: -

- What is the **name** of the organisation?
- What has it been set up to do? (called the **objects**) To identify these think about the overall need for the group. What does the group want to achieve or improve? Specify the geographical area as well; it is useful to not be too restrictive at the outset. Does your group want to grow and if so, in what areas?
- What does the organisation need to do to fulfil its objects (called the **powers** clause) what you can do legally to carry out your activities.
- Who can be a **member** of the group?
- What defines a member?
- What does being a member entitle people to?
- How often do the members meet?
- How do people stop being a member or are stopped from being a member?
- **Subscriptions**, will you be charging for membership, what level, and what will you do with donations or contributions to your group?

- What are the key officers/ **committee roles**, chair, secretary, treasurer, activity coordinator etc and how long is each office for?
- How do people get on the committee, do you have to be a member?
- How often does the committee meet?
- What powers do the committee have?
- How does someone stop being a committee member or how is someone stopped from being a committee member?
- Provisions for the appointment of any subcommittees to include mandatory reporting back to protect the main committee.
- What is the procedure for announcing **meetings**?
- How do issues get discussed, how do items get put on the agenda and how do people have time to think about the items before discussion?
- How are matters agreed ie by vote of the members or committee members or both?
- **Annual General Meeting**, once a year your organisation will have a meeting for all of it's members when the committee is elected and the annual report presented. Think about the problems that might arise if all committee members are elected at the same time. Might it be better to have, say, half the number elected every other year?
- Financial Arrangements, **your income and expenditure**, how the group will operate financially, including bank details, cheque signing, cash book recording, preparing annual accounts. The financial year and auditing of accounts
- Are there any rules for signing cheques or entering into agreements on behalf of the organisation?
- Relationship or agreement with the **woodland owner** if appropriate?
- How can the constitution be amended?
- **Dissolution of the association** - what happens to the group's funds and other assets if it stops its activities?

When you have answered all of the above questions then you will be in a position to start writing your constitution. When you have written a draft you should take independent legal advice and have it checked over by someone who is used to writing constitutions.

Setting up a group to manage or work a Woodland Trust site

The Relationship with the Woodland Trust

If you are setting up a group on a trust owned site you will also need to include the following in your constitution:

Each group needs to be a separate organisation from the Woodland Trust (Registered Charity No. 294344) and are responsible for their own legal, financial and administrative affairs, including group and tool insurance where appropriate.

The Woodland Trust has overall responsibility for the management of the wood including matters to do with access, health and safety and insurance. Therefore the group will consult with the Woodland Trust and seek their approval on any matters that may affect them.

These will include:

- Undertaking practical tasks
- Arranging formal visits e.g. an educational visit
- Fundraising activities that make reference to the Woodland Trust
- Grant applications that make reference to the Woodland Trust
- Press releases that make reference to the Woodland Trust
- Agreeing risk assessments in relation to activities on site

(Please note this list is not exclusive and you will need to liaise with your site woodland officer.)

Annual return

- By the 28th February each year the Woodland Trust request a numerical and written summary describing the work done on site ie ha coppiced, firewood sold, footpaths mown
- A numerical summary of the number of volunteers and the hours worked over the past year.
- A summary of income and expenditure on the Community Woodland Network templates for recording invoices and cash book.

Other useful websites for information on constitutions and groups.

www.communitymatters.org.uk

www.ncvo-vol.org.uk

www.yourwoods.org.uk

www.charity-commission.gov.uk

www.ruralsussex.org.uk

www.scvo.org.uk

www.voluntaryaction-er.org.uk

www.sbbc.co.uk

www.vas.org.uk

www.community-woods.org.uk