

## **Schedule D**

### **Emsworth Forum**

#### **Constitution**

##### **1. Name**

The name of the forum shall be Emsworth Forum (herein after called the Forum) and shall be deemed an unincorporated association.

##### **2. Designated Area of Benefit**

The area of Emsworth shown edged red in the annexed map, as designated by the Planning Authority.

##### **3. Purpose**

The objectives of the Forum are:

- a. To promote the social, economic and environmental well-being of Emsworth and promote sustainable development, environmental improvement, conservation and high quality built environment and design;
- b. To improve Emsworth for the benefit of its residents, and protect the character of the area
- c. To prepare in partnership with the local planning authority a Neighbourhood Plan for the area, or in partnership with other forums in any wider area

##### **4. Powers**

In furtherance of the objectives, but not otherwise, the Management Committee may exercise the power to:

- a. Promote the health and social, economic and environmental wellbeing of the residents of the area and to work together as members irrespective of age, gender, ethnicity, ability, sexual orientation, religion or political beliefs.
- b. Promote sustainable development, environmental improvement, conservation and high quality built environment and design by educating, encouraging and assisting the local population in environmental practice, working in partnership with similar groups and organisations.
- c. Publicise and promote the work of the Forum and organise public meetings, training courses, events, seminars, etc.
- d. Conduct and promote research and publish matters related to the Purpose of the Forum

- e. Co-operate with local authorities and other statutory bodies, and voluntary organisations.
- f. Work with groups of a similar nature and exchange information, advice and knowledge with them, including cooperation with other voluntary bodies, charities, statutory and non-statutory organisations.
- g. To raise funds by borrowing, grants, subscriptions, contributions, donations and legacies, and open and control bank or similar accounts in the name of the Forum
- h. Employ staff and/or volunteers (who shall not be members of the Management Committee) and take out contracts as are necessary to conduct activities to meet the objectives.
- i. To do any other activity to promote or effect the Purpose of the Forum

## **5. Membership**

- a. The Membership Secretary shall maintain a list of members at all times.
- b. All applications for membership must be approved by the Management Committee at the next Management Committee meeting following application. The Management Committee's decision is final. The Membership Secretary shall notify the applicant of the decision of the Management Committee.
- c. The following individuals will be entitled to be proposed to be individual members of the Forum
  - Individual residents listed on the electoral register in Emsworth
  - Elected Council members whose electoral area falls in the Emsworth area
  - Individual residents living outside Emsworth but in close proximity to its boundaries who agree to support the Forum aims and objectives
  - Individual residents outside Emsworth who work in a business or organisation within the area or who have some other close association or connection with the Town and who agree to support the Forum aims and objectives
- d. The following organisations will be entitled to be proposed to be members of the Forum
  - Individual businesses with office or place of work based in Emsworth. The business must name a representative.
  - Community organisations active and based in Emsworth. The community organisation must name a representative.
  - Individual business with offices or place of work based outside Emsworth that conduct significant business within the area who agree to support the Forum aims and objectives. The business must name a representative.

- Community organisations significantly active but not based in Emsworth who agree to support the Forum aims and objectives. The community organisation must name a representative.
- e. Any member of the Forum may resign his/her membership by providing the Membership Secretary with written or emailed notice.
- f. The Management Committee may terminate the membership of any member:
1. who ceases to meet the criteria set out in paragraphs 5c. and 5d. above;
  2. whose conduct is, in the opinion of the Management Committee, disrupting or likely to disrupt the work of the Forum or prejudice the relations of the Forum with Havant Borough Council or any other public or quasi-public body;
  3. who is rude, offensive, discriminatory or whose conduct is otherwise injurious to the Forum;
  4. on receiving written request signed by not less than 10 members (excluding any member of the Management Committee).
- g The forum shall have a minimum of 21 members before any decision on Neighbourhood Planning may be made.
- h. All members are entitled to vote at the AGM and general meetings.

## **6. Subscriptions**

The Forum may decide at any Annual General Meeting to require members to pay an annual subscription if recommended by the Management Committee.

## **7. Governance**

The Forum will be managed by a Management Committee of Forum members consisting of six officers and Co-ordinators of working groups.

The Officers will be

- A Chairperson
- Two Vice Chairpersons
- A Treasurer
- A Secretary
- A Membership Secretary

Each officer is to be elected annually at the Annual General Meeting, by a majority vote of those attending, and can be removed on a majority vote of those present at a meeting of members for which no less than 28 days' notice has been given.

The Chairperson's term of office shall be limited to five years.

No more than three Management Committee Members may be co-opted by the Management Committee to serve for a year or such lesser time as the Management Committee shall decide.

Any Management Committee member having a financial or other interest in any matter to be discussed at a Management Committee meeting, must declare such an interest and abstain from voting. Such declarations shall be made at the start of every Management Committee meeting.

## **8. Management Committee Meetings**

The Management Committee shall meet at least six times a year.

Minutes are to be recorded by the Secretary, or other person nominated for that purpose, and circulated to the Management Committee no less than seven days prior to any subsequent meeting, to be produced for signature at such meeting by the Chairperson, or other nominee of the Management Committee.

All Management Committee minutes are to be accessible to interested parties and published on the Forum website. The Management Committee may publish on the Forum website such additional information as they feel appropriate.

Management Committee meetings shall have a quorum of five Management Committee Members or one third of the number of Management Committee members rounded up, whichever is the greater.

Decisions should be made by consensus wherever possible but should a vote be required, a simple majority vote is sufficient with the Chairperson holding a casting vote if there is an equality of votes.

## **9. General Meetings, Annual General and Special General Meetings**

- a. General, Annual General and Special meetings are open to all Members.
- b. An Annual General Meeting will be held in the summer in each year. An additional General Meeting will be held in the winter in each year.
- c. A quorum for general meetings will be 21 members. Twenty-one days written or emailed notice shall be given for any General Meeting.
- d. Decisions will be made by a simple majority voting with a Chairperson's casting vote if there is an equality of votes. Votes will be taken by a show of hands unless a secret ballot is asked for by a minimum of 25% of members present (including in the number of members all members of the Management Committee).
- e. Special General Meetings may be convened on written or emailed request of 25% of Membership or 21 members, whichever is greater, or by decision of the Management Committee.

- f. Any items for the agenda in General meetings must be given in writing or by email to the Secretary. Any items provided to the Secretary before the notice of a general meeting is sent out and approved by the Management Committee will be included in the Agenda. Any items provided to the Secretary after the notice of a general meeting is sent out but at least 5 days before the meeting will be included as Any Other Business at the general meeting.
- g. A member may vote in person or by proxy. Every member, including (for the avoidance of doubt) each member of the Management Committee, will have one vote. A form of proxy will be available from the Management Committee. Any member wishing to appoint a proxy for a meeting must complete the proxy form in the form provided by the Management Committee and deliver it to the Management Committee at least 2 days before the relevant meeting. The Chairperson of the meeting shall be entitled to reject any proxy that is not in the form specified by the Management Committee or is not properly completed and signed by the relevant member.
- h. A proxy shall be entitled to vote on a show of hands and on a secret ballot. A proxy who is also a member shall be entitled to one vote for each member that he represents together with his own vote. A proxy shall only count as one person for the purpose of calculating the quorum.

## **10. Working Groups**

Working Groups shall be established to develop Forum policies and plans in respect of issues affecting the social economic and environmental well-being of Emsworth. These may include but are not limited to

- a. Public transport, roads and transport infrastructure and services
- b. Health, well-being and social care facilities and services
- c. Leisure and cultural facilities and services
- d. Flooding and coastal protection
- e. Waste disposal
- f. Education and childcare
- g. Housing
- h. ICT infrastructure
- i. Crime and community safety
- j. Economic development including business development
- k. Environment

## **11. Neighbourhood Planning**

- (i) Any decision to undertake, consult on or submit to the local planning authority for approval any Neighbourhood Plan shall be subject to a vote of the Forum.
- (ii) All consultation on the Neighbourhood Plan will be open to all residents and businesses whether members of the Forum or not.

- (iii) (iii) The Forum shall set up a website to publicise the Neighbourhood Planning process, record it and seek views of the public.
- (iv) (iv) The Management Committee and the Neighbourhood Plan Working Group (as below) shall be delegated to work with the local planning authority and any independent experts and advisors on the Neighbourhood Plan as they see fit.
- (v) At the discretion of the Management Committee, a Neighbourhood Plan Working Group can be delegated the tasks of preparing the Neighbourhood Plan. The membership of this Working Group shall be decided by a Management Committee meeting and the Management Committee may co-opt members as it sees fit.

## **12. Finance**

The Forum's financial year will commence on 1st April.

The Management Committee will arrange the keeping of accounts. A summary of annual audited accounts will be issued with the notice of the AGM.

The Forum shall set up a company limited by guarantee (the Company) to provide financial and contractual administrative support to the Forum. The Company shall be entitled to operate bank accounts and receive all and any types of funds which are for the use of the Forum. The Company may enter into contracts for the purposes of the Forum. The members and directors of the Company shall be the elected officers of the Forum on the Management Committee who shall act as nominees for the Forum.

All monies received by the Forum which are not passed to the Company will be deposited in the Forum's designated account with a bank, or similar institution, and all sums disbursed will be by cheque or other means approved by the Management Committee, provided signed or authorised by two of the following Management Committee members: Chairperson, Vice Chair, Treasurer, or Secretary.

Annual accounts will be audited by such suitably qualified person as the Management Committee shall from time to time determine. All items of expenditure to be incurred over £500 are to be subject to open tender.

All donations will be approved or declined at the next Management Committee meeting following making of same.

The financial affairs of the Company shall be operated in accordance with the provisions set out in this section 12.

### **13. Period of designation**

The Forum will be designated to undertake neighbourhood planning for a period of five years running from the actual date of designation. Following that period, it may continue to undertake its other roles as set out in its Objectives (Paras 3a and 3b above), provided that there is a majority vote so to do at the Annual General Meeting prior to the expiry of the period of designation

### **14. Alteration of the Constitution**

- (i) Any changes to this constitution must be agreed by a majority vote at a Special General Meeting (SGM) or at the Annual General Meeting (AGM).
- (ii) Proposals for amendments to the constitution of the Forum or dissolution of the Forum must be sent to the Secretary formally in writing.
- (iii) The Management Committee shall review all proposals and, in their discretion, convene an SGM or place the proposals on the agenda for the next general meeting due under paragraph 9b above. At least 21 days' notice shall be given to members of any proposal to change the constitution.