

**THE CONSTITUTION AND RULES  
OF THE  
FRIENDS OF BATTERSEA PARK  
(as amended 2011)**

**1. Name**

The name of the Association shall be "Friends of Battersea Park" (hereinafter called "the Friends").

**2. Objects**

The objects of the Friends shall be for the public benefit to secure the preservation, protection and improvement of Battersea Park (hereinafter called "the Park") as a place of historic and ecological interest, beauty, rest and recreation; to promote the conservation of the natural plant, animal and bird life of the Park, and in particular, its retention as a semi-natural habitat for wild life; and to educate the public in the history, natural history and other aspects of the Park.

**3. Powers**

In furtherance of the above objectives the Friends may:

(a) endeavour to protect the Park's individual character against over commercialisation.

(b) communicate through and make representations to the appropriate authorities on any matters relating to the Park.

(c) promote the improvement of communication between the Wandsworth Borough Council (WBC) and local residents by providing a responsible group of people with whom the WBC can consult on matters appertaining to the Park.

(d) donate to the department of WBC responsible for the Park such items as the Committee may determine from time to time.

(e) work towards the reduction of vandalism in the Park.

(f) organize walks, lectures, exhibitions and meetings.

(g) carry out any ecological or other research deemed necessary for the attainment of the above objectives and provide that the useful results of such research be published.

(h) accept gifts and borrow or raise money for the objects of the Friends on such terms and on such security as shall be thought fit subject to such consents (if any) as shall be necessary from time to time.

(i) raise funds and invite and receive contributions, subscriptions, covenants, donations and otherwise from any person or persons, trusts, corporate bodies, institutions or government bodies whatsoever, provided that the Friends shall not undertake any permanent trading activities in raising funds for the said objects.

(j) make funds available to any person or body for research or training which may in the sole judgment of the Committee as hereinafter defined be to the benefit of Battersea Park.

(k) do all such other lawful things as shall further the attainment of the above objectives.

#### **4. Membership**

- (a) The members of the Friends shall be the initial members and all those subsequently admitted to membership. Any person who assents to the objects of the Friends shall be eligible for membership.
- (b) Applications for membership shall be in writing and shall be approved by an Officer of the Friends.
- (c) A body whether corporate or unincorporated supporting the objects of the Friends may, at the discretion of the Committee, be admitted to membership and shall thereafter be entitled to nominate one of its members as eligible for election or cooption to the Committee and to attend and vote at General Meetings as though he or she were a member of the Friends.
- (d) An annual subscription shall be paid by all members. The annual subscription shall be made payable on such day of the year and be of such amount as the Friends in General Meeting may determine.
- (e) Membership shall determine:
  - (i) if the annual subscription is not paid within a year after the date on which it should have been paid
  - (ii) on resignation.

#### **5. Officers**

The Friends shall elect a Chairman, a Secretary and a Treasurer in General Meeting. The term of office shall be for three years unless otherwise decided by the Friends in General Meeting. No officer shall serve more than, three consecutive terms in office, unless approved by the Committee and confirmed by the General Meeting.

#### **6. Committee**

- (a) Subject as hereinafter mentioned the policy and general management of the affairs of the Friends shall be directed by a Committee consisting of the officers and twelve members of the Friends and such members as may be co-opted to membership of the Committee, in accordance with clause 6(e).
- (b) A quorum of the Committee shall be five.
- (c) Members of the Committee shall be elected by members of the Friends in General Meeting. Every candidate for election shall have consented to nomination and be proposed and seconded by members. Proposals and consents shall be delivered to the Secretary at least seven days before the General Meeting. The Committee may for good reason abridge this period in favour of any named person.
- (d) The Committee may co-opt any person to be a member of the Committee for a term not longer than three years. The power to co-opt shall not be so exercised that there are more than three co-opted members at any time.
- (e) Any casual vacancy in the Committee may be filled by the Committee and any persons so appointed shall hold office until the following Annual General Meeting and shall be eligible for re-election at that meeting.

## **7. Functions and Powers of the Committee**

(a) The Committee may appoint such special or standing committee as may be deemed necessary by the Committee and may determine their terms of reference, powers, duration and composition. Any such committee shall be advisory only and shall report back as soon as possible all acts and proceedings to the Committee.

(b) The Committee shall have the power (1) to approve or reject applications for membership and (2) for good and sufficient reason to terminate the membership of any member of the Friends PROVIDED THAT any member shall have the right to be heard by the Committee before a decision is made.

(c) Subject to and in conformity with this Constitution and subject to any resolution passed in General Meeting the Committee may make and amend such regulations concerning the administration of the Friends as it may consider desirable to achieve the objects of the Friends.

## **8. Finance**

(a) All monies raised by or on behalf of the Friends shall be applied to further the objects of the Friends and for no other purpose.

(b) The Treasurer shall keep proper accounts of the finances of the Friends.

(c) The annual accounts shall be audited by an honorary auditor or examined by an independent examiner whichever is considered appropriate by the Committee.

(d) An audited or independently examined statement of accounts for the last financial year shall be submitted by the Treasurer to the Annual General Meeting for approval.

(e) A bank account shall be maintained in the name of the Friends with Lloyds TSB plc, 12 South Side, London SW4 7AD or with such other bank as the Committee shall from time to time decide. The Committee shall authorise in writing the Chairman, the Treasurer, the Secretary and two members of the Committee to sign cheques on behalf of the Friends. All cheques must be signed by not less than two of the five authorised signatures.

## **9. Meetings**

(a) An initial General Meeting of the Friends shall be held at which the Constitution shall be adopted, the Officers of the Friends and the members of the Committee shall be elected and the amount of the annual membership subscription be fixed.

(b) Once in each year thereafter an Annual General Meeting shall be held at such time (not being more than fifteen months after the holding of the preceding Annual General Meeting) and place as the Committee shall determine. At such Annual General Meeting the business shall include the election of Officers and members of the Committee as provided for in this constitution, the consideration of the annual report of the Chairman and of the audited or independently examined accounts and the transaction of any other business as may from time to time be necessary.

(c) The Chairman may at any time and at his discretion and shall, within 21 days of receiving a written request so to do, signed by not fewer than twenty members giving the reason for such a request, call a Special General Meeting of the Friends.

**10.** The Friends may be dissolved by a Resolution passed by a two-thirds majority of those present and voting at a Special General Meeting convened for the purpose of which 21 days' notice shall have been given to the members. Such resolution may give instructions for the disposal of any assets held by or in the name of the Friends provided that if any property remains after the satisfaction of all debts and liabilities such property shall not be paid to or distributed among the members of the Friends but shall be given or transferred to such other charitable institution or institutions having objects similar to some or all of the objects of the Friends as the Friends may determine and if and in so far as effect cannot be given to this provision then to some other charitable purpose.

**11.** Alteration to this constitution shall receive the assent of two-thirds of the members present and voting at an Annual General Meeting or a Special General Meeting. A resolution for the alteration of the constitution must be received by the Secretary of the Friends at least 21 days before the meeting at which the resolution is to be brought forward. At least 14 days' notice of such a meeting must be given by the Secretary to the membership and must include notice of the alteration proposed. Provided that no alteration shall be made to Clause 2 (objects), clause 10 (dissolution) or this clause until the approval in writing of Charity Commissioners or other authority having charitable jurisdiction shall have been obtained and no alteration shall be made which would have the effect of causing the charity to cease to be a charity in law.

