

ADOPTED 17th MARCH 1969 AS AMENDED 28th APRIL 1999, 28th APRIL 2007 and 16th APRIL 2016

## **1 NAME**

- 1.1 The Association is called the NEW FOREST ASSOCIATION, hereinafter referred to as the Association.

## **2 OBJECTS**

- 2.1 The object of the Association is to promote the preservation for the benefit of the public generally of the New Forest as administered by the National Park Authority and generally to protect and preserve the character and amenities thereof and to protect and preserve the areas of scientific and ecological importance and the flora and fauna therein.

## **3 POWERS**

- 3.1 For the purpose of carrying out the foregoing objects but not otherwise the Association shall have powers to:

- (i) Raise money from the public generally.
- (ii) Attend or be represented at Public meetings, Planning Inquiries.
- (iii) Promote or oppose, or assist in the promotion of or opposition to, legislation affecting the New Forest.
- (iv) Provide funds for the furtherance of the objects of the Association.
- (v) Organise concerted action, promote co-operation and educate public opinion in order to ensure the promotion of the objects of the Association.
- (vi) Do all such lawful acts or things as are incidental to the attainment of the primary objects of the Association and so far as may be necessary or desirable to do such acts or things in collaboration with any person, body or institution authority or otherwise.

## **4 MEMBERSHIP AND SUBSCRIPTIONS**

- 4.1 The Association shall consist of Officers of the Association, Ordinary members, Corporate Members and any other category of member passed by resolution of an Annual or a Special General Meeting.
- 4.2 The Association may at an Annual or Special General Meeting nominate a person as an Honorary Life Member of the Association (with the nominee's consent) who in the opinion of the Meeting has merited such distinction.
- 4.3 Subscription rates may be set or changed only by Resolution of an Annual or Special General Meeting and shall be payable at the time of joining and for ordinary members thereafter annually. Members who have not paid their subscriptions by three months from the due date shall cease to be members.

## **5 PRESIDENT AND VICE PRESIDENTS OF THE ASSOCIATION**

- 5.1 The President and Vice-Presidents shall hold office until the Annual General Meeting following their election and shall be eligible for re-election at that meeting
- 5.2 The President and Vice-Presidents shall be ex officio members of the Council.

## **6 OFFICERS OF THE ASSOCIATION**

- 6.1 The Officers of the Association are the Chair, Vice-Chair, Hon. Treasurer and Hon. Secretary.
- 6.2 The Officers of the Association shall hold office until the Annual General Meeting following their election and shall be eligible for re-election at that meeting
- 6.3 Any casual vacancy as an Officer of the Association may be filled by the Board of Trustees and any member so chosen shall be eligible for subsequent election.
- 6.4 Nominations for all Officers seeking election or re-election shall be proposed and seconded by members of the Association in writing to the Hon. Secretary together with the consent of the nominee at least six weeks before an Annual General Meeting.
- 6.5 Not less than 21 days before the Annual General Meeting the Hon. Secretary shall circulate the Notice convening the Annual General Meeting and a list of the candidates offering themselves for election or re-election as an Officer of the Association, together with a note where appropriate of their attendance and such personal qualifications as each candidate may authorise to be published and, if there are more candidates than vacancies, a ballot paper to be returned to the Hon. Secretary no later than seven days before the date of the meeting.
- 6.6 Members may withdraw their nominations in writing to the Hon. Secretary prior to the Annual General Meeting.

## **7 TRUSTEES OF THE ASSOCIATION**

- 7.1 All fully paid up members of the Association are eligible for election as Trustees of the Association. The Board of Trustees shall consist of the Officers of the Association and not more than six additional elected members.
- 7.2 Elected trustees shall hold office from the Annual General Meeting at which they are elected until the holding of the third Annual General Meeting following that meeting.
- 7.3 Any casual vacancy as a Trustee of the Association may be filled by the Board of Trustees and any member so chosen shall be eligible for subsequent election.
- 7.4 Nominations in respect of all members seeking election or re-election as a Trustee of the Association shall be proposed and seconded by a member of the Association in writing to the Hon. Secretary together with the written consent of the nominee at least six weeks before the date of the relevant Annual General Meeting.
- 7.5 Not less than 21 days before the Annual General Meeting the Hon. Secretary shall circulate the Notice convening the Annual General Meeting and a list of the candidates offering themselves for election or re-election as a Trustee of the Association, together with a note where appropriate of their attendance and such personal qualifications as each candidate may authorise to be published and, if there are more candidates than vacancies, a ballot paper to be returned to the Hon. Secretary no later than seven days before the date of the meeting.
- 7.6 Members may withdraw their nominations in writing to the Hon. Secretary prior to the Annual General Meeting.
- 7.7 At the discretion of the Board of Trustees members who have not attended three consecutive Board of Trustees meetings may be asked to resign.
- 7.8 The Board of Trustees shall meet not less than four times per year and at such times and places as it may appoint or in default of appointment as the Chair may appoint.
- 7.9 The quorum shall be three. A trustee shall not be counted in the quorum present when any decision is made about a matter upon which that trustee is not entitled to vote. If the

number of trustees is less than 3 the continuing trustees or trustee may act only for the purpose of filling vacancies or of calling a general meeting.

7.10 At all meetings the Chair shall have a second or casting vote.

## **8 POWERS AND DUTIES OF THE BOARD OF TRUSTEES**

8.1 The powers contained in Clause 3.1 shall be delegated to the Board of Trustees by the Association subject to any resolution passed by an Annual General Meeting (Clause 11.3) or a Special General Meeting (Clause 12.3).

8.2 The Board of Trustees shall have power to appoint Committees which shall be given clear terms of reference including, where appropriate, powers to negotiate and act on behalf of the Board of Trustees.

8.3 Trustees shall comply with their obligations under the Charities Act, 2011 (or any statutory re-enactment or modification of that Act) with regard to:

- (i) The keeping of accounting records for the Association;
- (ii) The preparation of annual statements of account for the Association;
- (iii) The independent examination of the said statements of accounts and their transmission to the Charity Commissioners;
- (iv) The preparation of an annual report and an annual return and their transmission to the Charity Commissioners.

## **9 SPECIAL MEETING OF THE BOARD OF TRUSTEES**

9.1 A special meeting of the Board of Trustees shall be convened by the Secretary on receiving a request in writing from the Chair or four Trustees.

9.2 The Hon. Secretary shall give at least seven days notice of the meeting and the business to be discussed at such Special Meeting and only such business shall be discussed. Such Special Meeting shall be held within twenty-one days of receipt of the requisition by the Hon. Secretary.

## **10 COUNCIL OF THE ASSOCIATION**

10.1 The purpose of the Council shall be to bring together on a regular basis individual members of the Association with a wide breadth of knowledge of the New Forest, engagement with other New Forest organisations or professional skills valuable to the work of the Association, and who are volunteers, serving on Committees or otherwise actively engaged in roles supporting the Association. The Council shall discuss with and advise the Board of Trustees on any New Forest issues pertinent to the Objects of the Association that its members wish to raise.

10.2 The Chair of the Board of Trustees shall chair meetings of the Council.

10.3 All fully paid up members of the Association are eligible for election to the Council of the Association, which shall consist of the Board of Trustees and not more than fifteen additional elected members.

10.4 Elected members of the Council shall hold office from the Annual General Meeting at which they are elected until the holding of the third Annual General Meeting following that meeting.

10.5 Any casual vacancy on the Council may be filled by the Board of Trustees and any member so chosen shall be eligible for subsequent election.

10.6 Nominations in respect of all members seeking election or re-election to the Council shall be proposed and seconded by a member of the Association in writing to the Hon. Secretary

together with the written consent of the nominee at least six weeks before the date of the relevant Annual General Meeting.

- 10.7 Not less than 21 days before the Annual General Meeting the Hon. Secretary shall circulate with the Notice convening the Annual General Meeting a list of the candidates offering themselves for election or re-election to the Council, together with a note where appropriate of their attendance and such personal qualifications as each candidate may authorise to be published and, if there are more candidates than vacancies, a ballot paper to be returned to the Hon. Secretary no later than seven days before the date of the meeting.
- 10.8 Members may withdraw their nominations in writing to the Hon. Secretary prior to the Annual General Meeting.
- 10.9 At the discretion of the Board of Trustees members who have not attended four consecutive Council meetings may be asked to resign.
- 10.10 The Council shall meet not less than twice per year and at such times and places as it may appoint or in default of appointment as the Chair may appoint.

## **11 ANNUAL GENERAL MEETINGS AND ELECTIONS**

- 11.1 The Annual General Meeting of the Association shall be held at a time and place to be fixed by the Board of Trustees and at least 21 days notice shall be given. The Hon. Secretary shall circulate members with the Notice convening the Meeting together with the Agenda and a copy of the Annual Report and Accounts.
- 11.2 At this meeting:
- (i) The Annual Report and Accounts for the preceding year ending the 31st December shall be presented for adoption, the Accounts having first been approved by the Trustees and duly examined by an independent examiner.
  - (ii) The results for elections as Officers shall be declared.
  - (iii) The results of election to the Board of Trustees shall be declared. Election as an Officer or member of the Board of Trustees shall be by majority vote.
  - (iv) The results of election to the Council shall be declared. Election as a member of Council shall be by majority vote.
  - (v) All other necessary business shall be transacted.
- 11.3 Resolutions to be considered by an Annual General Meeting must be proposed by the Board of Trustees or be received by the Hon. Secretary at least six weeks before the meeting and must be supported by fifteen signatory members of the Association. Resolutions passed by a majority vote at an Annual General Meeting shall become the official policy of the Association, subject to Rule 15.
- 11.4 Resolutions properly proposed for an Annual General Meeting must be allowed adequate time for presentation and debate unless withdrawn by the proposer.
- 11.5 At an Annual General Meeting each member shall have ONE vote except:
- (i) Any person whose subscription is not fully paid up.
  - (ii) Any person who has joined the Association less than thirty days before the meeting.

## **12 SPECIAL GENERAL MEETINGS**

- 12.1 A Special General Meeting of the Association shall be convened by the Hon. Secretary within six weeks of receiving a request in writing together with the business to be discussed from the Chair, or by resolution of the Board of Trustees, or from five signatory members of the Board of Trustees, or thirty signatory members of the Association.

- 12.2 At least 21 days notice together with the business to be discussed shall be given to members.
- 12.3 Any resolution passed by a majority vote at a Special General Meeting shall become official policy of the Association (subject to Rule 15).
- 12.4 Resolutions properly proposed for a Special General Meeting must be allowed adequate time for presentation and debate unless withdrawn by the proposer.
- 12.5 At a Special General meeting each member shall have ONE vote except:
- (i) Any person whose subscription is not fully paid up
  - (ii) Any person who has joined the Association less than thirty days before the meeting.

### **13 TRUSTEES AND POWERS OF INVESTMENT**

- 13.1 All monies at any time belonging to the Association and not required for immediate application for its purposes shall be invested by the Board of Trustees in or upon such investments, security or property as it thinks fit, subject nevertheless to such authority, approval or consent by the Charity Commissioners as may from time to time be required by law or by the special Trusts affecting any property in the hands of the Association.

### **14 RECORDS OF MEETINGS**

- 14.1 The Minutes of all Board of Trustees and Council meetings and Annual and Special General meetings shall be entered into a book together with the names of members attending the same.

### **15 DISSOLUTION OF THE ASSOCIATION**

- 15.1 In the event of a proposed dissolution of the Association
- (i) A resolution to such effect may be proposed only at a Special General Meeting of the Association duly summoned for that purpose.
  - (ii) Such dissolution shall not be valid unless there is a majority of not less than three quarters of the votes cast by members in favour of such dissolution.
  - (iii) The notice convening the Special General Meeting shall:
    - (a) Provide for members of the Association unable to attend the Special General Meeting power to record their votes by Proxy.
    - (b) Indicate which Charitable body or bodies has or have objects as near as possible to those of the Association to which the assets of the Association should be transferred.
  - (iv) Such dissolution shall not be valid unless and until an Order of the Charity Commissioners to that effect shall have been made and accordingly until such order shall have been made the Association shall continue to function under these Rules.

### **16 AMENDMENT OF THE RULES**

- 16.1 The Association in an Annual or Special General Meeting by a resolution passed by not less than three quarters of those present and voting may amend these Rules save that there shall be no power to amend Rules 1 and 2 except with the prior consent of the Charity Commissioners. Six weeks' notice in writing of such proposed alteration or addition must be given to the Hon. Secretary who will insert the same in the summons to the meeting.
- 16.2 Resolutions for Rule changes shall be submitted in accordance with procedures laid down for an Annual or Special General Meeting.