



Nottinghamshire Neighbourhood Watch
NOTTSWATCH



CONSTITUTION

FIRST ADOPTED ON SATURDAY, 22ND FEBRUARY 2014

1ST AMENDMENT APPROVED ON SATURDAY, 21ST MARCH 2015

Constitution of Nottinghamshire Neighbourhood Watch

Incorporating the City of Nottingham Neighbourhood Watch Council and Nottinghamshire Neighbourhood Watch Association

First adopted on the 22nd day of February 2014

As amended on the 21st day of March 2015

A. Name

The name of the Association is Nottinghamshire Neighbourhood Watch and in this document will be called NNW.

B. Administration

Subject to the matters set out below, NNW and its property shall be administered and managed in accordance with this Constitution by the members of the Executive Committee, constituted by clause F of this Constitution (“Executive Committee”).

C. Objects

The objects of NNW shall be:-

- (1) To promote good citizenship and greater public participation in the prevention and solutions to crime;
- (2) To encourage effective liaison between the Police, other statutory agencies concerned with reducing crime & anti-social behaviour and the public;
- (3) To promote the efficiency of all parties concerned with reducing crime & anti-social behaviour throughout the County of Nottinghamshire.

D. Powers

In furtherance of the objects but not otherwise the Executive Committee may exercise the following powers:-

- (1) Power to raise funds and to invite and receive contributions provided that in raising funds the Executive Committee shall conform to any relevant requirements of the law;
- (2) Power to buy, take on lease or in exchange any property necessary for the achievement of the objects 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 property of NNW. In exercising this power, the Executive Committee must comply as appropriate with sections 117 – 122 of the Charities Act 2011;
- (4) Power to employ such staff (who shall not be Trustees) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants;

- (5) Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar purposes and to exchange information and advice with them;
- (6) Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- (7) Power to appoint and constitute such advisory (sub) committees as the Executive Committee may think fit;
- (8) Power to open and operate such bank and other accounts as the Executive Committee consider necessary;
- (9) Power to do all such other lawful things as is necessary for the achievement of the objects.

E. Membership

- (1) Membership of NNW shall comprise:
 - (i) Individuals (over the age of 18 years) irrespective of, gender, sexual orientation, religious persuasion, race, nationality, or disability, each of whom is a member of a registered Neighbourhood Watch scheme in Nottinghamshire and interested in furthering the work of NNW.
 - (ii) Any corporate body or association that is interested in furthering the work of NNW (any such body being called in this Constitution a “member organisation”).
 - (iii) Any unincorporated body or association that is interested in furthering the work of NNW that, by invitation, will nominate a representative to be co-opted onto a committee or subcommittee of NNW, subject to all relevant Clauses of this Constitution.
- (2) Each member shall have one vote.
- (3) Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of NNW, and may appoint an alternate to replace its appointed representative at any meeting of NNW if the appointed representative is unable to attend.
- (4) Each member organisation shall notify the name of the representative appointed by it and of any alternate to the secretary. If the representative or alternate resigns from or otherwise leaves the member organisation, he or she shall forthwith cease to be the representative of the member organisation.
- (5) The Executive Committee may unanimously and for good reason terminate the membership of any individual member or member organisation: Provided that the individual concerned or the appointed representative of the member organisation concerned (as the case may be) shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.

F. Executive Committee

- (1) The Executive Committee shall consist of no more than ten Trustees and no less than six Trustees, elected from its membership at the AGM.
- (2) In addition the Executive Committee can appoint ex-officio, non-voting, advisory members from organisations interested in furthering the objects of NNW.
- (3) The Executive Committee may also appoint not more than three co-opted members in order to fill vacant positions or assist the Executive Committee should the need arise, but no-one may be appointed as a co-opted member if, as a result, more than one third of the members of the Executive Committee would be co-opted members. Each appointment of a co-opted member shall be made at a special meeting of the Executive Committee called under clause J, and shall take effect from the end of that meeting unless the appointment is to fill a place which has not then been vacated, in which case the appointment shall run from the date when the post becomes vacant.
- (4) All the members of the Executive Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or re-appointed.
- (5) The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- (6) Nobody shall be appointed as a member of the Executive Committee who is aged less than 18 years or who would if appointed be disqualified under the provisions of the following clause.
- (7) No person shall be entitled to act as a member of the Executive Committee whether on a first or any subsequent entry into office until after signing a declaration of acceptance and of willingness to act in the accordance with NNW Objects.

G. Honorary Officers

At the subsequent meeting after the annual general meeting of NNW the Executive Committee shall elect from amongst themselves a Chairperson, a Secretary and a Treasurer, who shall hold office from the conclusion of that meeting.

H. Determination of Membership of Executive Committee

A member of the Executive Committee shall cease to hold office if he or she:

- (1) Is disqualified from acting as a member of the Executive Committee by virtue of sections 178 and 179 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision);
- (2) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- (3) Is absent without the consent of the Executive Committee from all their meetings (including sub-committee meetings) held within a period of four months and the Executive Committee resolve that his or her office is vacant; or

- (4) Notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).

I. Executive Committee Members not to be personally interested

- (1) No member of the Executive Committee shall acquire any interest in property belonging to NNW or receive remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee
- (2) A member of the Executive Committee must:-
 - (i) Declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with NNW or in any transaction or arrangement entered into by NNW which has not been previously declared; and
 - (ii) Absent himself or herself from any discussions of the Executive Committee in which it is possible that a conflict will arise between his or her duty to act solely in the interests of NNW and any personal interest (including but not limited to any personal financial interest).

Any member of the Executive Committee absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the Executive Committee on the matter.

J. Meetings and proceedings of the Executive Committee

- (1) The Executive Committee shall hold at least two ordinary meetings each year. A special ordinary meeting may be called at any time by the chairperson or by any two members of the Executive Committee upon not less than 14 days' notice being given to the other members of the Executive Committee, in writing or by email, of the matters to be discussed but if the matters include an appointment of a co-opted member then not less than 21 days' notice must be given.
- (2) The chairperson shall act as chair at meetings of the Executive Committee. If the chairperson is absent from any meetings, the members the Executive Committee present shall choose one of their number to chair the meeting before any other business is transacted.
- (3) There shall be a quorum when at least four members of the Executive Committee are present at a meeting.
- (4) Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of an equality of votes the chair shall have a second or casting vote.
- (5) The Executive Committee shall keep notes and minute actions of the proceedings at meetings of the Executive Committee and any sub-committee, and circulate them to all the Trustees.

- (6) The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this Constitution.
- (7) The Executive Committee may appoint one or more sub-committees consisting of three or more members of the Executive Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee. The Executive Committee will lay down clear Terms of Reference for each sub-committee. All sub-committees shall keep minutes of their meetings, which shall be promptly made available to the Executive Committee.

K. Receipts and expenditure

- (1) The funds of NNW including all donations, contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of NNW at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two from four members of the Executive Committee.
- (2) The funds belonging to NNW shall be applied only in furthering the NNW objects.

L. Accounts, Annual Report, Annual Return

- (1) The Executive Committee shall adopt and comply with the 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 NNW;
 - (ii) The preparation of annual statements of account for NNW and its transmission to the Commission;
 - (iii) The preparation of an Annual Report and its transmission to the Commission;
 - (iv) The preparation of an Annual Return and its transmission to the Commission.
- (2) Accounts must be prepared in accordance with the provisions of any Statement of Recommended Practice issued by the Commission.

M. Annual General Meeting

- (1) Following the inaugural annual general meeting held in the month of February in 2014, there shall be an annual general meeting of NNW in each following year as soon as practicable thereafter.
- (2) Every annual general meeting shall be called by the Executive Committee. The Secretary shall give at least 21 days' notice of the annual general meeting to all the members of NNW in writing or by email. All the members of NNW shall be entitled to attend and vote at the meeting.

- (3) Before any other business is transacted at the first annual general meeting the persons present shall appoint a chairperson of the meeting. Subsequently the Executive Committee Chairperson will chair General meetings, or in his or her absence the Executive Committee will appoint a stand in Chairperson from within the Executive Committee.
- (4) The Executive Committee shall present to each annual general meeting the report and accounts of NNW for the preceding year.
- (5) All nominations for election to the Executive Committee as Trustees must be made by members of NNW in writing or by email and must be in the hands of the secretary of the Executive Committee at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by ballot.

N. Special General Meetings

The Executive Committee may call a special general meeting of NNW at any time. If at least twenty members request such a meeting in writing or by email stating the business to be considered the secretary shall call such a meeting. At least 21 days' notice must be given in writing or by email. The notice must state the business to be discussed.

O. Procedure at General Meetings

- (1) The secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of NNW.
- (2) There shall be a quorum when at least twenty members of NNW are present at any general meeting.

P. Notices

Any notice required to be served on any member of NNW shall be in writing or by email and shall be served by the secretary of the Executive Committee on any member either personally, by email or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any letter or email so sent shall be deemed to have been received within 10 days of posting.

Q. Amendments to the Constitution

- (1) Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.
 - (i) No amendment may be made that would have the effect of making the charity cease to be a charity by law.
 - (ii) No amendment can be made to Clause C or R of this Constitution without the prior written approval of the Charity Commission.
- (2) A copy of any resolution amending this Constitution shall be sent to the Commission within twenty one days of it being passed.

R. Dissolution

- (1) If the Executive Committee decides that it is necessary or advisable to dissolve NNW it shall call a meeting of all members, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Executive Committee shall have power to realise any assets held by or on behalf NNW. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of NNW as the members may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of NNW must be sent to the membership.
- (2) The Executive Committee must notify the Commission promptly that NNW has been dissolved and send the Commission NNW's final accounts.

This amended Constitution was adopted on 21st March 2015 by the persons whose signatures appear as follows: -

Online Version

Please note the online version of this Constitution does not include the signatures page.