

Herefordshire Green Network: Constitution

Purpose and values

Purpose Herefordshire Green network exists to foster partnerships and initiate projects that strengthen the future sustainability of communities, people and the natural environment, principally within the County of Herefordshire, by:

- Encouraging positive responses to the challenges of climate change and ecological ill health (the climate and ecological emergency)
- Raising awareness of, and challenging activities, that lead to climate change or ecological ill health
- Providing education, training and other resources that inform and encourage individuals, organisations and communities to generate their own positive responses to the climate and ecological emergency
- Informing policy development to support a sustainable future for Herefordshire.

Values To achieve its goals, HGN is committed to:

- Be inclusive and value diversity in our membership, staff and volunteers
- Build consensus and work collaboratively, developing mechanisms through which this can be achieved
- Seek to engage with those who have no voice and provide them with a voice, communicating through the widest possible networks
- Share inspirationally and support peer to peer approaches by hosting and facilitating these
- Support communities to develop their own creative responses, working in partnership with them
- develop a robust evidence base, collating and publishing data wherever possible through the principles of Open Data
- Be transparent and accountable in our decision making and governance.

We face common concerns, but do not always have commonly agreed solutions. HGN will respect the integrity of its members and facilitate discussion and share perspectives to seek common solutions. HGN aspires to be the “safe place” for quality debate supported by a robust evidence base. It will facilitate this and expects those participating to practice these core values.

Powers and financial probity

Powers Herefordshire Green Network may exercise powers to:

- Open a bank account
- Invite and receive financial contributions to support its objectives, to include grant applications, community funding schemes, private donations and sponsorship
- Levy a membership fee, the rate of fee to be determined by the Steering Group and agreed at an Annual General Meeting
- Rent or buy premises, vehicles or other assets that are required to deliver HGN’s objectives
- Employ or contract people for specific projects and tasks
- Recruit and deploy volunteers
- Invite speakers and facilitators to meetings and events

Provided that such actions and outcomes are in accordance with HGN’s values and work programme.

Financial Probity

- Any money acquired by the Network shall be paid into the designated account and used solely for the purposes of furthering the Network’s objectives and delivering the agreed work programme

- At least three members of the Steering Group (see below) must be authorised signatories of the designated account
- The Treasurer will provide regular updates to the Steering Committee and deliver a report and annual accounts to the Annual General Meeting
- All accounts shall be subject to annual independent examination
- The financial year runs from 1st April to 31st March.

Membership

- Membership is open to any individual, community, organisation, network or business that shares HGN's values and aspirations
- If members behave in ways considered to be detrimental to HGN's objectives and/or values the Steering Group has the right to terminate or suspend membership. Those affected by its decisions will have the right of appeal, to be determined by a mutually agreed adjudicator.

Meetings

Members' Forums

- Herefordshire Green Network will organise at least four Members' Forums per year (including the AGM) to enable discussion, monitor progress and facilitate networking
- These may be in person, and/or via web-based systems such as zoom
- Members must be given at least 14 days' notice of meetings
- Normally, meetings will be Chaired by an elected officer (see below) and the minutes recorded by the Secretary, but if these officers are not present the meeting must elect its own Chair and Secretary.

Thematic Meetings

- The Network may organise thematic meetings to inform particular areas of activity and/or progress specific project objectives
- These are usually open to all members, but the Network has the right to invite non-members and/or restrict invitations.

Annual General Meeting (AGM)

- An Annual general Meeting shall take place no longer than three months after the end of the financial year (see above).
- This may be in person and/or via web-based systems such as zoom
- Notice of, and supporting documents to, the AGM shall be circulated 14 days in advance of the meeting and all members have the right to nominate agenda items
- All members are eligible to attend and vote
- Voting is by a simple majority with the Chair of the meeting having the casting vote if required
- At each AGM, members will elect individuals to HGN's Steering Group (see below)
- The AGM is responsible for appointing the Network's Secretary and Treasurer, who will automatically become members of the Steering Group
- The Secretary and Treasurer may serve for up to three years before requiring reappointment.

Extraordinary General Meeting (EGM)

An EGM may be called if at least 10 members request the meeting and specify the purpose for which it is to be held. All members are eligible to attend but must be given at least 14 days' notice.

The Steering Group

Functions

- Provide strategic direction
- Plan the Network's agenda and activities for each year
- Oversee the Network's communications
- Ensure that employment contracts and/or contracts for services are appropriate and legal
- Support contracted staff and volunteers
- Ensure that financial and other resources are in place to deliver HGN's objectives
- Oversee the Network's financial probity

Operations

- Members of the Steering Group are elected at an AGM and may serve for up to three years before requiring re-election
- The Steering Group shall comprise between 6 and 16 members, including the Secretary and Treasurer appointed by the AGM
- Up to 4 of the members may be co-opted by a majority vote of the Steering Group; co-opted members must stand for election at the AGM following their co-option
- The Steering Group is quorate if 6 members are present
- If a meeting is inquorate, a majority vote must be obtained before actions can be approved, this can be by email but must be recorded
- At the first Steering Group meeting following the Annual General Meeting the Steering Group will appoint, from within its members, a Chair (or Co-Chairs) and Vice Chair
- The Steering Group will meet at least four times a year, in person and/or via web-based systems such as zoom
- Notice of, and supporting documents to, Steering Group meetings shall be circulated 14 days in advance of the meeting and all members have the right to nominate agenda items
- Voting is by a simple majority with the Chair of the meeting having the casting vote if required
- The Steering Group has the power to establish working groups with devolved powers, provided they have terms of reference approved by the Steering Group

Changes to the Constitution and Dissolution

Changes to the Constitution

- Any changes to the Constitution must be agreed by a two thirds majority vote at the Annual General Meeting or at an Extraordinary General Meeting called for that purpose

Dissolution

- HGN may be dissolved by a two thirds majority vote at an Annual General Meeting or Extraordinary General Meeting called for that purpose
- Any assets or remaining funds after debts have been paid shall be returned to their providers (wherever possible) or transferred to local charities or organisations with objectives aligned to that of the Network.