

HARROGATE & DISTRICT NEIGHBOURHOOD WATCH ASSOCIATION CONSTITUTION

REGISTERED CHARITY NUMBER 1076228

1. **Name:**

The name of the Association shall be Harrogate & District Neighbourhood Watch Association (hereinafter called the Association).

2. **Objectives:**

The Objectives of the Association shall be:

- 2.1 To promote good citizenship and greater public participation in neighbourhood watch, the prevention and solution of crime, and ensure effective liaison between the police, our partners and the public in our area.
- 2.2 The Association shall be non-party in politics, non-sectarian in religion and non-discriminatory as per appropriate current legislation.

3. **Powers:**

To further the above objectives, the Association may:

- 3.1 Provide advice and services for and on behalf of all approved Neighbourhood Watch Schemes (which includes Rural Watch Schemes) in the Harrogate & District Police Area.
- 3.2 Work with our partners and liaise with other Neighbourhood Watch groups and associations, crime prevention panels, and other voluntary and statutory bodies as appropriate.
- 3.3 Arrange and provide for exhibitions, conferences, meetings, lectures, classes, seminars and training courses. Promote and carry out research, surveys and investigations and may publish the results.
- 3.4 Collect and disseminate information on all matters affecting the above objectives and exchange such information with other bodies having similar objectives.
- 3.5 Undertake, execute, manage or assist any charitable trust which may lawfully be undertaken, executed, managed or assisted by the Association.
- 3.6 Procure, print, publish, issue and circulate, freely or otherwise, papers, books, pamphlets or other documents or films.

- 3.7 Purchase, take on lease or in exchange, hire or otherwise acquire, property and to construct, alter and maintain any buildings and equip them for use necessary for the work of the Association.
- 3.8 Make regulations for any property which may be acquired and make rules for the conduct of the Association, its meetings and activities.
- 3.9 Sell, let, mortgage, dispose of or turn to account, all or any of the property or assets of the Association, subject to such consents as may be required by law.
- 3.10 Raise funds, accept gifts, receive grants and donations and invite and receive contributions from any persons or organisations by way of subscriptions, appeals and otherwise, provided that the Executive Committee shall not undertake substantial trading activities in raising funds and shall be subject to legislative requirement.
- 3.11 Invest the monies of the Association as the Executive Committee sees fit, subject to any legislative requirements.
- 3.12 Borrow money and to charge the whole or any part of any property belonging to the Association as security for repayment of the money borrowed.
- 3.13 Provide indemnity insurance to cover liability of the Executive Committee or its committee members if deemed necessary. To arrange other insurance cover for risks to assets as necessary.
- 3.14 Appoint and constitute advisory, special, or sub- committees as the Executive Committee may think fit. The Executive Committee shall determine the terms of their reference, powers, duration and composition. All acts and proceedings of such committees shall report back to, and be responsible to, the Executive Committee.
- 3.15 Employ staff (who shall not be members of the Executive Committee) as necessary for the pursuit of the objectives, subject to employment laws. Voluntary staff are entitled to reasonable expenses as determined by the Executive Committee. The Executive Committee may appoint, dismiss and fix the remuneration, duties and conditions of service of such staff.
- 3.16 To obtain and pay for such goods and services as are necessary to carry out the work of the Association.
- 3.17 Do all such other lawful things as are necessary for the attainment of the said objectives.
- 3.18 Any matter not provided for in the constitution and concerning the organisation and activities of the Association shall be dealt with by the Executive Committee whose decision shall be final.

4. **Membership:**

- 4.1 Membership of the Association shall be open to any member of a household (including multiple occupancy households) covered by an approved Neighbourhood Watch or Rural Watch Scheme within the Harrogate & District Neighbourhood Watch Association area, who has paid the annual subscription (if applicable) as laid down from time to time by the Association.
- 4.2 Members under the age of 18 shall not be eligible to vote at any meeting and their attendance at any meeting will not count towards a quorum.
- 4.3 Only members of the Association shall be entitled to vote at General and Special Meetings of the Association.
- 4.4 Voting rights are not transferable to anyone else.

5. **Subscriptions:**

- 5.1 A membership subscription may be charged only when approved at a Special or General Meeting. If approved, subscriptions shall be paid on dates and in a manner determined by the Executive Committee. The Executive Committee may reduce or waive subscriptions for any member, or members, at its discretion.

6. **Termination of Membership:**

- 6.1 A member may resign by giving notification to the Executive Committee.
- 6.2 A membership shall cease if it is in arrears with any subscription for six months (or for a period determined by the Executive Committee).
- 6.3 A membership shall be terminated if the Ethics and Standards and/or the Code of Conduct guidelines are broken.
- 6.4 A membership shall cease if the member moves to an area where there is no Neighbourhood Watch or moves outside the Association's area.
- 6.5 Membership of an individual or a Watch may be terminated by the Executive Committee if such a termination better serves Neighbourhood Watch. Reasons for termination may include failure to pass along communications, incompetency, incapacity, bringing Neighbourhood Watch into disrepute or on the advice of North Yorkshire Police. The member or Watch will be given 21 day's notice of the disciplinary meeting of the Executive Committee. The individual or Watch (or a representative) will have the right to be heard by the Executive Committee, whose decision shall be final.

7. **Executive Committee:**

- 7.1 The Association and any property shall be managed and administered by the Executive Committee comprising the officers and other committee members

elected in accordance with this constitution. The officers and all other members of the Executive Committee shall be the trustees (there must be a minimum of three trustees). The Executive Committee shall have meetings at least three times per year, excluding general meetings. Any committee member may call a meeting of the Executive Committee.

- 7.2 The Executive Committee shall normally consist of up to four officers and up to eight other members. The officers shall normally include a Chair, Deputy Chair, Secretary, Treasurer and other such officers and members as the Association shall from time to time decide.
- 7.3 Nominees for officers should ideally have served on the Executive Committee in the preceding year but if there is no serving nominee then a suitable nominee approved by the Executive Committee may be proposed for election at the Annual General Meeting.
- 7.4 The officers and other members of the Executive Committee shall hold office until the conclusion of the next Annual General Meeting of the Association after their election, but shall be eligible for re-election.
- 7.5 In addition the Executive Committee may co-opt up to four members who shall serve until the conclusion of the next Annual General Meeting. Co-opted members shall be entitled to vote at meetings.
- 7.6 In addition other groups or agencies may be invited to provide non-voting representatives to attend and advise at Executive Committee meetings.
- 7.7 No one may be appointed as a trustee if he or she would be disqualified from acting as such under Charity Commission guidelines or other statutory law.
- 7.8 An officer or member of the Executive Committee shall cease to hold office if he/she becomes disqualified from acting as a trustee, ceases to be a member of the Association, becomes incapable by reason of mental disorder, illness or injury, is absent from consecutive meetings over a six-month period without good reason or apology, or notifies the Executive Committee of their wish to resign (as long as three trustees will remain). An officer or member of the committee shall also cease to hold office if he/she fails to abide by the code of conduct/ethics policy or brings Neighbourhood Watch into disrepute.
- 7.9 Any casual vacancy on the Executive Committee may be filled by the Executive Committee's nomination. The appointed person shall hold office until the conclusion of the next Annual General Meeting and shall be eligible for election at that meeting.
- 7.10 The Executive Committee will act by majority voting. In the event of a tie the Chair may make a second casting vote.
- 7.11 The proceedings of the Executive Committee shall not be invalidated by an accidental failure to elect or any accidental defect in the election, appointment, co-option or qualification of any member.

- 7.12 The Executive Committee shall have power to enter into contracts for the purposes of the Association on behalf of the members of the Association.
- 7.13 The members of the Executive Committee shall be entitled to an indemnity out of the assets of the Association for all expenses and other liabilities properly incurred by them in the management of the affairs of the Association and subject to the approval of the Executive Committee, but this indemnity shall not extend to liabilities arising from wilful and individual fraud, wilful wrongdoing or wrongful omission on the part of the member sought to be made liable.
- 7.14 Once an Executive Committee member becomes aware of any conflict of interest or loyalty they must immediately inform the committee. They must absent themselves from the room while the matter is discussed. They must not vote nor be counted as part of the quorum in any decision made by the Executive Committee on that matter. Reference should be made to the Conflict of Interest Policy and Charity Commission guidelines.
- 7.15 The Executive Committee has the authority to make rules and policies as it sees fit as long as they are in accordance with this constitution and other legislation.

8. **Patrons:**

- 8.1 The Annual General Meeting may elect a President and Vice President of the Association, for such a period as they think fit. Patrons need not be a member of the Association. Patrons may attend general meetings but shall not be entitled to vote, serve as officers, or serve on the Executive Committee.

9. **Rules of Procedure at all Meetings:**

9.1 **Quorum for General and Special Meetings:**

- 9.1.1 The quorum at a General or Special Meeting of the Association shall be 20 members eligible to vote or such other number as the Association may at a General or Special Meeting from time to time determine, subject to a minimum of three.
- 9.1.2 No business shall be transacted at a General or Special Meeting unless a quorum is present.
- 9.1.3 If no quorum is present within 15 minutes of the start of a General or Special Meeting then the meeting shall be adjourned. Trustees must re-convene the meeting within 28 days, giving seven clear days notice of the meeting. If a quorum cannot be met then resolution from the Charity Commission should be sought.

9.2 Quorum for Executive Committee Meetings:

- 9.2.1 The quorum at a meeting of the Executive Committee shall be three members eligible to vote, unless otherwise agreed at a General or Special Meeting (and should be in line with Charity Commission guidelines).
- 9.2.2 No business shall be transacted at an Executive Committee meeting unless a quorum is present.
- 9.2.3 If no quorum is present within 15 minutes of the start of a meeting then the meeting shall be adjourned. Trustees must re-convene the meeting within 28 days, giving seven clear days notice of the meeting. Meetings can be re-convened until a quorum is present or until a General or Special Meeting is called.

9.3 Voting:

- 9.3.1 Subject to clauses 15 and 16, every matter shall be determined by a majority of votes. Each member shall have one vote but if there is a tie the Chair shall have a second casting vote.

9.4 Minutes:

- 9.4.1 Accurate minutes of meetings shall be taken to record all proceedings, decisions and resolutions and the minutes shall be circulated to all trustees.

10. Standing Orders

- 10.1 The Executive Committee may make, amend, and repeal rules for the conduct of its business and that of the Association as necessary provided that they are consistent with the requirements of this constitution.

11. Special and General Meetings of the Association:

11.1 Annual General Meetings and Special General Meetings

- 11.1.1 The Annual General Meeting shall be held within 15 months of the previous one. All members of Neighbourhood Watch Schemes within the Harrogate & District Police Area shall be given at least 28 days notice of the meeting. Non-receipt of notice will not invalidate any proceedings.
- 11.1.2 The purpose of the Annual General Meeting shall be to approve minutes of the last Annual General Meeting, receive a statement from the Chair, receive a statement of accounts, elect the officers and other members of the Executive Committee and to vote on any alterations to the constitution.

11.1.3 A member wishing to raise a matter not included on the agenda should submit questions to the Secretary seven days prior to the meeting. Other matters raised at the meeting can be accepted at the Chair's discretion.

11.1.4 Non-members may attend any Executive Committee, Special or General Meetings, provided that the invitation to attend such meetings is approved by the members attending or entitled to attend such meetings.

11.1.5 The Executive Committee may call a General Meeting at any time in order to consult the membership.

11.1.6 The Executive Committee must also call a General Meeting within 28 days if they receive a written request from at least 20 members. The request must state the nature of the business to be discussed.

12. **Nomination of Officers and Committee Members:**

12.1 All nominations for election to the Executive Committee must be made by members of the Association and received by the Secretary at least 14 days before the Annual General Meeting. Should nominations exceed vacancies, election will be decided by simple majority voting of those present and entitled to vote. No member shall exercise more than one vote but in the case of a tie the Chair shall have a second casting vote. Nominations must be accepted by the candidate and the candidate must not be disqualified from being a trustee.

13. **Finance & Borrowing:**

13.1 All monies raised by, or on behalf of, the Association shall be applied to further the objectives of the Association.

13.2 Executive Committee members cannot receive any money or property from the Association except to refund reasonable out of pocket expenses outlined in the spending policy or as outlined in paragraph 13.3

13.3 Any member of the Executive Committee for the time being who is a solicitor, accountant or other person engaged in a profession may charge and be paid all usual professional charges for business done by him or her or his or her firm when instructed by the other members of the Executive Committee to act in a professional capacity on behalf of the Association. Provided that at no time shall a majority of the members of the Executive Committee benefit under this provision and that a member of the Executive Committee shall withdraw from any meeting at which his or her own instruction or remuneration, or that of his or her firm, is under discussion.

13.4 The Treasurer shall keep proper accounts of the finances of the Association and shall present the most recent accounts at Executive Committee Meetings.

The accounts can be seen on written request by any member. A reasonable fee can be charged for this.

- 13.5 The accounts shall be examined at least once a year by the Inspector of Accounts appointed at the last Annual General Meeting. In unforeseen circumstances the Executive Committee may appoint a substitute examiner.
- 13.6 An audited statement of accounts for the previous financial year shall be submitted by the Treasurer to the Annual General Meeting.
- 13.7 Bank accounts shall be opened in the name of the Association. A signatory panel of at least three members, one being the Treasurer, shall be appointed by the Executive Committee. All cheques must be signed by at least two of the authorised signatories.
- 13.8 The Association may set aside a reserve against future expenditure in accordance with a written policy.

13.9 **Borrowing:**

13.9.1 The Executive Committee may borrow on behalf of the Association using its discretion to determine both the sums and the manner in which they may be raised. The Executive Committee shall have no power to pledge the personal liability of any member for the repayment of any sums borrowed by the Association.

14. **Trust Property:**

- 14.1 The Association may appoint specified members of the Executive Committee as Custodian Trustees who will bear responsibility for holding any property owned by the Association. The property, other than cash in the bank, should be vested in a minimum of two custodians who will deal with the property as directed by the Executive Committee. The Executive Committee may remove the responsibility to act as custodian from a member at any time.

15. **Alterations to the Constitution:**

- 15.1 Alterations to the Constitution, as allowed by the Charity Commission, may be made by a simple two thirds majority of those present and eligible to vote at an Annual General Meeting or Special General Meeting.

Any notice of alteration must be made to the secretary 21 clear days before the meeting at which the alteration is to be proposed. Members must be given 14 clear days notice of said meeting.

No alteration shall cause the Association to cease to be a charity in law.

All alterations must comply with rules laid down by the Charity Commission.

No alteration of the constitution shall have retrospective effect to invalidate prior acts of trustees.

16. **Dissolution:**

16.1 If the Executive Committee, by a simple majority, decides at any time it is necessary to dissolve the Association it shall call a Special General Meeting of all members who have the power to vote.

Twenty-one days notice of the meeting must be given stating the details of the resolution.

The resolution must be adopted by two-thirds majority of those present.

The Executive Committee shall have the power to dispose of any assets held to satisfy any debts or liabilities. Any assets remaining shall be given to another institution(s) having similar objectives to the Association as the Executive Committee or Charity Commission may decide.

This constitution replaces the previous constitution dated 29/10/1998 and was approved on 5th April 2017 by a quorum at the Annual General Meeting of the Association.