

NOTTINGHAMSHIRE WILDLIFE TRUST

REGULATIONS

History

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Document herewith is approved, version of Trust Regulations

Document amended following AGM in June 1998

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REGULATIONS OF NOTTINGHAMSHIRE WILDLIFE TRUST

These Regulations are to be read in conjunction with the Memorandum and Articles of Association of the Trust. In the event of any conflict between these Regulations and the Memorandum & Articles of the Trust then the Memorandum & Articles shall prevail. The Objects listed below shall not be amended unless the Memorandum & Articles of Association shall have been or are amended to permit of such amendment without conflict. Throughout this document the masculine embraces the feminine and the singular embraces the plural as appropriate.

1. NAME.

1.1 The name of the Company (hereinafter called "The Trust") is the Nottinghamshire Wildlife Trust.

2. OBJECTS.

2.1 The Objects for which the Trust is established, as stated in the Trust's Memorandum & Articles of Association are: -

- (i) For the benefit of the public, to advance, promote and further the conservation, maintenance and protection of:
 - a. wildlife and its habitats;
 - b. places of natural beauty;
 - c. places of zoological, botanical, archaeological, geographical, or scientific interest, and features of landscape with geological value but not exclusively, that further biodiversity.
- (ii) To advance the education of the public in:
 - a. the principles and practice of sustainable development;
 - b. the principles and practice of biodiversity conservation.
- (iii) To promote research in all branches of study which advance the Objects specified previously and to make available the results of such study.

3. FINANCIAL YEAR.

3.1 The financial year of the Trust shall end on March 31.

4. MEMBERSHIP.

4.1 MEMBERSHIP CATEGORIES

4.1.1 Membership of the Trust shall be of the following categories:-

Individual, Joint, Wildlife Watch, Life, Concessionary, Associate, Corporate, Family/Wildlife Watch and Honorary. Membership of each category is subject to payment of the current appropriate subscription (if any) and to being accepted into membership of that category.

4.1.2 Individual Members shall be persons of 16 years or over.

4.1.3 Joint Members shall be two individuals living at the same address. Each shall enjoy the rights of membership of an Individual Member save that where notices or other communications are normally sent to each Individual/Member only one copy shall be sent to each pair of Joint Members. Joint Members shall be entitled to one vote each in any ballot or election.

4.1.4 Wildlife Watch Members shall be individuals under the age of 16 years at the time of application for or renewal of their membership.

4.1.5 Life Members shall be individuals who have applied for Individual membership with their subscription commuted for life.

4.1.6 Concessionary Membership may be offered at the discretion of the Chief Executive and such membership terms shall be reviewed annually

4.1.7 There shall be two types of membership open to organisations. The first shall be Corporate Membership for companies, firms and other commercial interests. The second shall be Associate Membership for schools, non-commercial organisations, societies or any other legal entity. Corporate and Associate Members shall nominate in writing one individual to represent them. That nomination may be withdrawn and some other person nominated at any time either permanently or temporarily. Such nominee shall enjoy the rights of an Individual Member. Persons being participants in a Corporate or Associate Membership (e.g. employees, directors, partners, teachers or pupils) shall be encouraged to take part in the activities of the Trust but shall not be entitled to speak or vote at business meetings of the Trust unless they are Members in their own right or the nominee of a Corporate or Associate Member.

4.1.8 Family/WATCH Members shall be either one adult, who will be entitled to full benefits of Individual Membership, plus up to four children living at the same address who will be enrolled into the National organisation 'Wildlife WATCH'; or two adults, who will be entitled to full benefit of Joint Membership, plus up to four children living at the same address who will be enrolled into the National organisation 'Wildlife WATCH'.

4.1.9 Honorary Members shall be individuals who, following a recommendation by Council, are awarded Honorary Membership.

4.2 APPLICATION FOR MEMBERSHIP.

4.2.1 This shall be made in writing, and signed by the applicant. It shall be accompanied by payment of (or a document instructing the applicant's bankers / credit card company to pay) the appropriate membership subscription. In the case of an application for Joint Membership one may sign for both.

4.2.2 In the case of an application for Corporate Membership the application shall be signed by the nominee or an authorised person on behalf of the Applicant.

4.2.3 Any recommendation for rejection by a staff member of an application shall be referred to the Council for decision. In the event of any application being rejected a full refund of subscription shall be made.

4.2.4. Membership documentation shall be sent to each new member and details of the member entered in the membership records of the Trust.

4.3 TERMINATION OF MEMBERSHIP.

4.3.1 In accordance with article 3.4, if a member has failed to pay the subscription, a reminder is sent one month after the member's renewal date, at which point the membership is put on hold. After a six-month period, the member is deemed to have resigned if the annual subscription is not paid. The responsibility for removal from the list of members is delegated to the Chief Executive.

4.3.2 The Chief Executive shall have the right to recommend to the Resources & General Purposes Committee the termination of the membership of any Member provided that such Member shall have the right to be heard by Council before a decision is made. In the event of termination of membership no refund of subscription shall be made. Article 3.5 states that termination shall be for acts considered prejudicial to the interests of the Trust.

4.4 MEMBERSHIP SUBSCRIPTIONS.

4.4.1 A subscription of such sum as shall have been determined by a General Meeting (normally the AGM) for each category of membership (other than Life or Honorary Membership) shall be paid annually.

4.4.2 Member subscriptions are due on the anniversary of the member joining in each year.

5. GENERAL MEETINGS.

5.1 ANNUAL GENERAL MEETING

5.1.1 The Annual General Meeting shall be the overriding authority within the Trust. It shall be held before November 30th of each year and the following business must be transacted:-

- a. Consideration of the Minutes of the previous Annual General Meeting and questions arising there from.
- b. Consideration of the Minutes of any General Meeting(s) which have not been approved and questions arising there from.
- c. The receipt and consideration for adoption of:-
 - i) Annual Report of Council for the preceding financial year.
 - ii) Annual Account of Income & Expenditure and Balance Sheet for the preceding financial year.
 - iii) Auditor's Report on the financial transactions of the Trust in the preceding financial year.
- d. Election of President and Vice-Presidents.
- e. Election of Council members. One third of Council members shall be elected each year for a three year term of tenure. (or such other number as the Trust in General Meeting may determine).

5.1.2 Twenty-one days written notice of the Meeting shall be given to all Members. The Annual General Meeting shall be held in an area which is reasonably accessible to a good proportion of the membership.

5.1.3 The quorum for an Annual General Meeting shall be twenty.

5.1.4 The President, or in his absence a Vice-President, or in their absence the Chairman of the Trust, shall preside as Chairman at every Annual General Meeting, but if there be no such Chairman present within fifteen minutes after the time appointed for holding the Meeting, or he is unwilling to preside, the Members present shall choose some Member of the Council, or failing any Member of Council being present who is willing to take the Chair, some other Member present to preside.

5.2 COMPETENT BUSINESS

5.2.1 At the Annual General Meeting any other business may be transacted of which due written notice has been given to all members in the notice of meeting, or which is deemed competent at the sole discretion of the Chairman of the meeting.

5.2.2 No policy decision binding on the Trust or the Council shall be taken at an Annual General Meeting on any item of business the general nature of which has not been specified in the written notice of meeting.

5.3 GENERAL MEETINGS.

5.3.1 A General Meeting shall be called at the request of Council or at the written request of not less than one tenth of the membership having a right to vote at General Meetings. It shall be competent only to transact that business indicated in the request. The notice calling the Meeting shall specify the place, the day and the hour of meeting and the general nature of the business for which the Meeting is called.

That business shall be the only business transacted at the Meeting. General Meetings shall be subject to the same conditions as apply to the Annual General Meeting insofar as notice, attendance, quorum, speaking, voting etc., apply.

5.4 SPECIAL RESOLUTIONS

5.4.1 Special Resolutions are those that change the Memorandum and Articles of the Trust and need notifying to Companies House. Special Resolutions are passed by a majority of such members as, being entitled to do so, vote in person or, where proxies are allowed, by proxy, of which not less than 21 days notice has been duly given specifying the intention to propose the resolution as a special resolution.

5.4.2 Special Resolutions may be made on the requisition in writing of not less than 75% of all the members having, at the date of the requisition, a right to vote at the meeting to which the requisition relates.

5.5 OTHER RESOLUTIONS

5.5.1 Other resolutions may be made on the requisition in writing of a simple majority of all members having, at the date of the requisition, a right to vote at the meeting to which the requisition relates.

5.6 PROTOCOLS FOR RESOLUTIONS

5.6.1 It is the duty of the Trust:

- a. To give to members of the Trust entitled to receive notice of the next Annual General Meeting, notice of any resolution which may properly be moved and is intended to be moved at that meeting;
- b. To circulate to all members entitled to have notice of any General Meeting a statement with respect to the matter referred to in any proposed resolution or the business to be dealt with at that meeting.
- c. When resolutions are made on the request of members, to determine whether the requisitionists should be liable for the expenses relating to the resolution

5.6.2 A copy or copies of the requisition containing the signatures of all the requisitionists must be deposited at the registered office of the Trust not less than six weeks before the meeting together with a sum reasonably sufficient to meet the Trust's expenses in giving effect to the requisition.

5.6.3 In all matters relating to all Resolutions the Trust will be bound by the Companies Act 2006, or any statutory modifications thereof for the time being in force.

6. TRUST OFFICERS

6.1 PRESIDENT AND VICE-PRESIDENTS.

6.1.1 The President and Vice-Presidents of the Trust shall be elected annually at the General Meeting. Only the Council of the Trust may nominate candidates for the Presidency and Vice-Presidencies and seek acceptance of nomination. The President and Vice-Presidents shall be eligible for re-election and shall ordinarily serve for a period of five years before review. The President and Vice-Presidents shall be suitable persons of standing within the community

6.2 EXECUTIVE VICE-PRESIDENTS

6.2.1 Executive Vice Presidents shall be appointed by Council and shall be ex-chairmen of the Trust or Council members of long standing. They will not be elected at an Annual General meeting. They will act as ambassadors for the Trust and also in an overseeing role in the strategic development of the Trust. They may attend Council and other committee meetings in an ex-officio capacity

6.3 CHAIRMAN OF COUNCIL

6.3.1 The Chairman of the Trust's Council shall be elected for a five-year period. As such, the Chairman will chair all Council meetings (including AGMs and General Meetings should these not be chaired by the President or a Vice President) at which he is present.

6.3.2 The Chairman will be Council's principal point of contact with the Chief Executive of the Trust, and will be responsible for their management relationship.

6.4 VICE CHAIRMEN OF COUNCIL

6.4.1 There will be two Vice Chairmen of the Trust who will act on behalf of the Chairman whenever necessary and will undertake special duties and responsibilities assigned by the Chairman.

6.5 HONORARY SECRETARY

6.5.1 The Honorary Secretary of the Trust will:

- a. be registered as the Company Secretary.
- b. delegate some routine activities, as required, to suitably qualified staff
- c. sign appropriate legal documents relating to land transfer on behalf of the Trust

6.5.2 The Honorary Secretary will sit on the Resources & General Purposes Committee.

6.6 TREASURER

6.6.1 The Treasurer of the Trust shall ensure proper accounts of the finances of the Trust are kept and report thereon to Meetings of Council.

6.6.2 The Treasurer shall ensure such bank, savings or other accounts are opened as necessary. The accounts and books of the Trust shall be open to inspection by any Member at all reasonable times during business hours upon written application to the Treasurer.

6.6.3 All monies raised by or on behalf of the Trust shall be applied to further the objects of the Trust and for no other purpose.

6.6.4 The Treasurer will sit on the Resources & General Purposes Committee.

7. COUNCIL OF MANAGEMENT

7.1 MEMBERSHIP

7.1.1 The Council shall consist of the Chairman, two Vice-Chairmen, Treasurer and Secretary and 10 other members, all of whom must be members of the Trust, (or such other number as the Trust in General Meeting may determine). At each Annual General Meeting one third of the elected Council members shall retire, being those elected three years before.

7.1.2 Retiring members shall be eligible for re-election but not for more than three terms of tenure, and the Chairman shall not hold that office for more than five years consecutively. Any Chairman of Council shall have to wait for a five year period before serving in that post again.

7.1.3 Any member of Council who misses four successive meetings will be deemed to have resigned from Council unless the Chairman deems that the absence is reasonable.

7.2 VACANCIES.

7.2.1 Any vacancy arising on Council or any Committee of the Trust between normal elections may be filled by co-option effective for the unexpired period of office. In the case of an Officer or one of the Members elected by the general membership such co-option shall be conditional upon approval by Council at its next meeting. In the case of any other Member of Council or of any Committee, co-option shall be by Council or by the Committee which elected/appointed the original member.

Any casual vacancy in the elected members of Council may be filled by Council but any person so elected shall retire after 1 year but will be eligible for re-election.

7.3 MEETINGS OF COUNCIL

7.3.1 Council shall meet on a minimum of four occasions in the year (any adjourned or postponed Meeting shall count only as part of the original Meeting).

7.4 RESPONSIBILITIES OF COUNCIL

7.4.1 Council shall:-

- a) Consider and approve the policies to be pursued to achieve the Objects of the Trust.
- b) Control all acquisitions and disposals of land.

- c) Authorise the affixation of the Trust Seal.
- d) Approve the Annual Statement of Accounts and Report of Council for submission to the Annual General Meeting.
- e) Approve annually the Budget of the Trust.
- f) Receive reports on the activities of all Committees of Council.
- g) Approve/review the establishment of Local Members Groups.
- h) Within the terms of this Constitution, approve/revise the terms of reference for all Committees of Council, Local Members Groups, Reserve Management Committees and other groups.
- i) Appoint annually the Chairs of the Resources & General Purposes Committee, Sites Committee, Conservation Strategy Committee, People and Wildlife, Nottingham Urban Wildlife Scheme Committee and any other major Committees of the Trust as defined from time to time who are to be appointed by Council.
- k) Confirm the appointment of volunteers to sit on international, national or local committees or to act as delegates or representatives of the Trust in those cases where the Trust is entitled, or resolves, to be represented. Staff representation will remain the responsibility of the Chief Executive.
- l) Delegate to its Committees and Officers such of its powers as listed here, and may delegate to its Committees, Officers, employees or other persons for specific periods of time and subject to agreed conditions and limits such other responsibilities or powers as shall fall within the responsibilities and powers of Council in accordance with the following sections.
- m) Council retains all the functions of the employer. The Chief Executive, on its behalf, shall approve the recruitment and appointment of paid employees.
- n) Council shall determine which Trustees or Executive Vice-Presidents (not less than three) shall be appointed as authorised signatories for documents of financial transaction: signing cheques or withdrawal slips and BACs payments. These three are in addition to the Trust's Chief Executive. The Treasurer and Secretary shall hold samples of the signatures of these persons for audit purposes, and copies lodged with the necessary financial bodies. The issue of any document of financial transaction shall require two of these authorised signatures save that any authorised signatory may be authorised to act as sole signatory up to a limit to be determined from time to time by Council. See annex 2

o) The payment of invoices/bills shall require the endorsement of the debiting document by a Member or employee able to confirm that the service, supplies, etc., which are the subject of the charge have been duly supplied and that payment is due.

p) Once Council has approved the annual budget, the budgeted expenditure amounts will be spent to the agreed plan, under the control of the Chief Executive. In general, staff members under the guidance of the Chief Executive will undertake expenditure. Under exceptional circumstances, a member of a Committee may be responsible for an expenditure budget, under the guidance of the Chief Executive or his/her nominated representative.

q) The Chief Executive and his/her staff, in liaison with the relevant Committees shall be responsible for seeking to generate adequate income to balance the Trust's budget on an annual basis.

r) The Chief Executive (or delegated deputy) plus one other from the Chairman, Vice-Chairmen or Treasurer of the Trust shall be empowered to commit single items of unbudgeted expenditure within the limits of financial regulations (see annex 2). Such expenditure is to be reported to the next Resources and General Purposes Committee meeting.

s) The Chief Executive will supply management accounts to Council at least twice a year; to keep the Council informed about the Trust's finances.

t) Where any relevant Committee or Group is involved in financial transactions the Treasurer of that Committee shall keep proper accounts of the finances of that Committee and report thereon to each Meeting of that Committee. In April of each year the Accounts for all Committees shall be submitted to the Trust for examination, information and audit.

u) Expenditure of the financial contingencies funds should ONLY be emergency expenditure which cannot be delayed to the following financial year and is viewed as critical, by Council, to the Trust's progress and development.

7.5 DELEGATION OF POWERS

7.5.1 The Council of the Trust or any of its Committees may by resolution set up or dissolve Working Parties or Sub-Committees to perform some task or function of the delegating body. Terms of reference for that Working Party or Sub-Committees shall specify the purpose for which it has been established and the powers vested in it. Such powers cannot exceed the powers of the delegating body.

7.5.2 Council and its Committees may from time to time by resolution temporarily vest some part of their powers in specific Officers.

7.5.3 Every such Working Party, Sub-Committee or delegated Officer shall ensure that its founding authority is fully informed of action taken.

8. COMMITTEES OF COUNCIL

8.1 OFFICERS

8.1.1 Chairman

Each Committee Chairman shall be responsible for:-

- a) The proper and efficient conduct of all meetings.
- b) Ensuring compliance with the Regulations and Memorandum & Articles of Association of the Trust.

8.1.2 Minutes Secretary

Each Committee Minutes Secretary shall be responsible for the supporting administration and minutes of the Committee of which they are Secretary.

8.2 SITES COMMITTEE

8.2.1 Consisting of not more than fifteen voting members who shall be persons with a variety of conservation interests and skills, including representatives taken from the Trust's Council, Local Groups, Reserve Managers, Reserve Management Committees and wardens.

8.2.2 The Committee shall appoint a Vice Chairman, who will take the place of the Chairman at meetings and other functions, including attendance at Council without the right to vote, should the Chairman be unavailable.

8.2.3 The Sites Committee is responsible to Council for all site-based issues (both rural and urban) including: -

- a) Being primarily responsible to Council for the management of all Nature Reserve land owned, managed or controlled by the Trust.
- b) Being responsible for the development and approval of reserve management plans for all reserves.
- c) The monitoring and physical management of all reserves in conformity to the plans.
- d) Maintaining good relations with reserve owners and other landholders.

- e) Co-ordination of the identification and evaluation of potential new reserves
- f) Advising on the legal management of the nature reserves.
- g) Ensuring safe and informed public access to reserves.
- h) Appointment of reserve managers and wardens.
- i) Surveys and research on reserves.
- j) General delivery of work against plans.
- k) Together with the lead officer, ensure the production of estimates of expenditure in respect of each reserve that will form part of the Trust's annual budget.
- l) Contribute to the production and implementation of the Trust's Strategic and Business Plans.

8.2.4 The Committee shall meet as often as necessary but at least four times a year.

8.2.5 Any member of the Committee who misses four successive meetings will be deemed to have resigned from the Committee unless the Chairman deems that the absence is reasonable

8.3 CONSERVATION STRATEGY COMMITTEE

8.3.1 Consisting of not more than ten voting members who shall be persons with a variety of relevant skills or knowledge (such as natural sciences, planning and land management).

8.3.2 The Committee shall appoint a Vice Chairman, who will take the place of the Chairman at meetings and other functions, including attendance at Council without the right to vote, should the Chairman be unavailable.

8.3.3 The Committee shall be the Trust's scientific and technical advisory panel for the whole County and will have responsibility for overseeing: -

- a) Town and Country planning matters.
- b) Local Authority nature conservation strategies.
- c) Biodiversity issues including species recovery programmes.

- d) Be responsible for campaigns in conjunction with the Education, Community and Communications Committee.
- e) Species and habitat data recording.
- f) Representation on Local Authority and similar committees.
- g) Conservation policy determination.
- h) Giving scientific advice to Council and to the Trust's staff on conservation matters.
- i) Together with the lead officer, ensure the production of estimates of any income/expenditure relevant to the Committee's work that will form part of the Trust's annual budget.
- j) Contribute to the production and implementation of the Trust's Strategic and Business Plans.
- k) General delivery of work against plans.

8.3.4 The Committee shall meet as often as it deems necessary but at least four times a year.

8.3.5 Any member of the Committee who misses four successive meetings will be deemed to have resigned from the Committee unless the Chairman deems that the absence is reasonable.

8.4 RESOURCES & GENERAL PURPOSES COMMITTEE

8.4.1 Consisting of not more than ten voting members who shall be persons with a variety of experiences relevant to the work of the Committee and shall include the Secretary and the Treasurer of the Trust

8.4.2 The Committee shall appoint a Vice Chairman, who will take the place of the Chairman at meetings and other functions, including attendance at Council without the right to vote, should the Chairman be unavailable.

8.4.3 This Committee shall be responsible to Council in conjunction with the Trust's staff for: -

- a) Compliance with Charity Commission Guidance.
- b) Legal issues.
- c) Legal and financial aspects of land and property acquisition.

- d) All matters relating to finance
- e) Insurance issues.
- f) Management of investments.
- g) Budget preparation and monitoring.
- h) Personnel matters and salary reviews.
- i) Management of the non-nature reserve component of the Trust's estate (eg The Old Ragged School)
- j) Fundraising.
- k) The recruitment and servicing of Members.
- l) Local Members Groups.
- m) Developing partnerships.
- n) Together with the lead officer, ensure the production of estimates of any income/expenditure relevant to the Committee's work that will form part of the Trust's annual budget.
- o) Contributing to the production and implementation of the Trust's Strategic and Business Plans.
- p) General delivery of work against plans.

8.4.4 The Committee shall meet as often as it deems necessary but at least four times a year.

8.4.5 Any member of the Committee who misses four successive meetings will be deemed to have resigned from the Committee unless the Chairman deems that the absence is reasonable.

8.5 PEOPLE AND WILDLIFE COMMITTEE

8.5.1 Consisting of not more than ten voting members who shall be persons with a variety of experiences relevant to the work of the Committee.

8.5.2 The Committee shall appoint a Vice-Chairman, who will take the place of the Chairman at meetings and other functions, including attendance at Council without the right to vote, should the Chairman be unavailable.

8.5.3 The Committee shall be responsible for the education, community and communications activities of the Wildlife Trust, taking into account the engagement of all sectors of society in conservation matters. In particular: -

- a) Lifelong learning through the formal curriculum and outside the formal curriculum.
- b) Engaging and inspiring people and local communities in the conservation of local wildlife.
- c) Managing the Wildlife Watch scheme in Nottinghamshire.
- d) Training and skills including the identification of species, ecological skills and practical conservation skills.
- e) Working with volunteers.
- f) Marketing and promoting the Wildlife Trust, including branding.
- g) Public relations, media and advertising including campaigning
- h) Communicating messages to key audiences, by all methods including electronic media and publications.
- i) Advising on visitor centres and facilities to engage the public in wildlife issues
- j) Liaison with the NUWS Committee to encourage community involvement and engagement in local greenspaces by means of events, illustrated talks, information leaflets, guided walks etc.
- k) Liaison with the NUWS Committee to promote education and understanding of urban wildlife and nature conservation.
- l) Liaison with Sites Committee to ensure the effective interpretation of the Wildlife Trust's nature reserves.
- m) Contributing to the production and implementation of the Wildlife Trust's Strategic and Business Plans.
- n) Together with lead officers, ensuring the production of estimates of income / expenditure in respect of education, community and communications work, which will form part of the Wildlife Trust's annual budget.
- o) General delivery of work against plans.

8.5.4 The Committee shall meet as often as it deems necessary but at least four times a year.

8.5.5 Any member of the Committee who misses four successive meetings will be deemed to have resigned from the Committee unless the Chairman deems that the absence is reasonable

8.6 NOTTINGHAM URBAN WILDLIFE SCHEME COMMITTEE

8.6.1 Consisting of not more than ten voting members to represent the urban interest within the City of Nottingham and its conurbation. Up to five other observers may be co-opted to NUWSC in an advisory capacity and need not be members of the Wildlife Trust.

8.6.2 The Committee shall appoint a Vice-Chairman, who will take the place of the Chairman at meetings and other functions, should the Chairman be unavailable.

8.6.3 The Committee shall be responsible for: -

- a. Developing and approving strategy and policy on urban nature conservation issues in conjunction with Sites Committee and Conservation Strategy Committee.
- b. Advising Council and the Wildlife Trust generally on matters relating to urban nature conservation.
- c. Advising on planning responses and campaigning to protect and enhance urban wildlife, in conjunction with the appropriate Local Group.
- d. Advising on and promoting surveying and recording, and publishing details of areas of urban wildlife interest, in conjunction with the appropriate Local Group.
- e. Approving, steering and monitoring projects and programmes on urban nature conservation.
- f. Promoting partnership working with the Local Authority, public services and private landowners to seek the sensitive management and use of land under their control that shows an existing or potential wildlife interest, in conjunction with the appropriate Local Group.
- g. Provide a forum and support network for Friends Groups of greenspaces in the City.

- h. Liaison with the People and Wildlife Committee to encourage community involvement and engagement in local greenspaces by means of events, illustrated talks, information leaflets, guided walks etc.
- i. Liaison with the People and Wildlife Committee to promote education and understanding of urban wildlife and nature conservation.
- j. Liaison with Sites Committee to ensure the effective management of sites of nature conservation interest in the City.
- k. Contributing to the production and implementation of the Wildlife Trust's Strategic and Business Plans.
- l. Together with the lead officer, ensuring the production of estimates of income / expenditure in respect of urban nature conservation work, which will form part of the Wildlife Trust's annual budget.
- m. General delivery of work against plans.

8.6.5 The Committee shall meet as often as it deems necessary but at least four times a year.

8.6.6 Any member of the Committee who misses four successive meetings will be deemed to have resigned from the Committee unless the Chairman deems that the absence is reasonable.

9. LOCAL MEMBERS GROUPS

9.1 Local Members Groups are constituted bodies in the Trust and their activities should concur with the general aims and policies of the Trust. They are accountable to the Trust, through the Resources and General Purposes Committee, for Membership activities in their area. Council may determine the number of such groups. Each such Group shall be allocated a geographical area. Ordinarily each Member of the Trust shall be a Member of the Group within the area in which each Member resides. Each Group shall consist only of Members of the Trust. A member shall be entitled to transfer to another Group provided that notice of such wish is given in writing to the Trust.

9.2 Local Members Groups have a prime role of being the "eyes and ears" of the Trust in their local area and they may be involved in activities including arranging walks, talks and practical conservation work as well as advising on planning issues

9.3 Local Members Groups may combine, confer or collaborate on all aspects of the Trust's activities

9.4 Regular communications and an annual meeting of all Local Groups will be organised to facilitate:

- a) Networking between Local Groups
- b) Sharing of collective views with Trust Council and staff
- c) Collective consultation on significant matters affecting Local Groups and their members.

9.5 A nominated Trustee will be available to Groups for advice and assistance, who will report to Resources and General Purposes Committee. A staff member may attend Local Group meetings if required.

9.6 See Annex three for the Local Group Constitution. This constitution provides a set of rules and guidance notes for the Groups to follow.

9.7 Any amendment to this constitution must be agreed by the Trust Council

10. RESERVE MANAGEMENT

10.1 The responsibility for management of the Trust Reserves rests with the Chief Executive and his/her staff guided by advice from the Sites Committee. Sites Committee may appoint an individual(s) as Reserve Warden for each reserve after taking the advice of the Chief Executive and his staff in consultation with the relevant Local Members Group. The Reserve Warden will be responsible for looking after the reserve on a day to day basis and will report to the Sites Committee and liaise with the Trust's Estate staff. The Sites Committee may, should it deem it necessary, appoint a Reserve Management Committee (taking similar advice).

10.2 A Reserve Management Committee shall be established at Sites Committee discretion made up of the Reserve Wardens and members and individuals with an interest in the reserve.

10.3 The Chief Executive or one of his/her staff and one Member of the Sites Committee shall be ex-officio members of each Reserve Management Committee. Non-members of the Trust who have specialist knowledge or expertise may be co-opted on to Reserve Management Committees in an advisory capacity (up to a maximum of two members per Committee). Local community representatives may be invited to meetings at the discretion of Sites Committee.

10.4 Reserve Management Committees are formal Committees of the Trust and are responsible through the Sites Committee for advising on the proper management of sites in their care in accordance with the objects and agreed policies of the Trust and the agreed Management Plan.

10.5 Reserve Management Committees shall meet at least twice a year.

10.6 Reserve Management Committees may also advise on the management of sites in which the Trust has a conservation interest but which are not Trust nature reserves.

10.7 Sites Committee will ensure that:

- a) A reserve warden, with the appropriate skills, is appointed.
- b) The Reserve Wardens' handbook is regularly updated.
- c) Reserve Management Committees have available up-to-date media information relating to the reserve, the type of habitat, and leaflets promoting the Trust.
- d) Reserve Management Committees have administrative support.
- e) Active members are given the opportunity to attend training courses, either free or at reduced cost, in reserve management and species and habitat identification.

ANNEX ONE - PROTOCOLS AND STANDING ORDERS

These protocols and standing orders refer to business meetings of the Trust and should be read in conjunction with procedures for General Meetings.

1. MINUTES

1.1 Minutes of each business meeting within the Trust shall be taken by a person appointed by the Chairman of the Meeting and shall be confirmed by the next Meeting of similar category, save as specially provided in the case of General Meetings. Minutes shall include the date, time, place and category of the Meeting, number in attendance and decisions taken. Minutes should be circulated to all Members including regular observers and ex-officio Members in the case of Council/Committees/Sub-committees, and all members who were in attendance in the case of Local Groups, in advance of the next Meeting.

1.2 Copies of all Minutes shall also be sent to and retained by the Central Office of the Trust.

1.3 Additionally, copies of Minutes shall be distributed as stated below: -

Minutes

Annual General Meeting

Other General Meetings

Council of Trust

Main Standing Committees

Local Members Group Committees

Reserve Management Committees

Circulation

All Members, on request

All Members, on request

All members of Council, Executive Vice Presidents, Senior Managers and Local Group Chairs.

All members of that Committee and Council, Executive Vice Presidents, Senior Managers and Lead Officers

Trust Chairman,
Chairman of Resources & General Purposes Committee,
Chairman of Sites Committee
All members of that Committee
Senior Managers and Lead Officer

Trust Chairman,
Chairman of Sites Committee,
Staff Management Group and Lead Officer
All members of that Committee

1.4 Communication within the Trust is dependent upon the prompt and efficient distribution of minutes. It is the responsibility of each Committee to ensure distribution of minutes to its own members and to ensure that copies are sent to Head Office.

1.5 The Office Manager shall ensure minutes are distributed to those outside of the Committee who are due to receive them and to ensure a copy is kept on file.

2. TRANSFER OF AUTHORITY

2.1 Officers and Members of Council will take up their positions at the end of the Meeting at which they are elected. All other Committee Chairmen, Officers and Members will take up their responsibilities at the end of the meeting at which they are elected or appointed as the case may be.

3. QUORUM

3.1 No business shall be transacted at any Meeting within the Trust unless a quorum is present when the Meeting proceeds to business. No one person shall be counted as more than one in the establishment of a quorum.

3.2 The number of members to constitute a Quorum shall be six for Council and four for any other Committee.

4. ADJOURNMENT

4.1 Any quorate Meeting may be adjourned by resolution from time to time and from place to place but no business shall be transacted at any adjourned Meeting other than business that might have been transacted at the original Meeting. If the adjournment is for ten days or more, notice of the adjourned Meeting shall be given in the same manner as of the original Meeting. Otherwise Members shall not be entitled to notice of an adjournment.

5. VOTING

5.1 A resolution put to the vote at a Meeting shall be decided on a show of hands by a majority of the Members present in person and entitled to vote, unless before or upon the declaration of the result of the show of hands a poll be demanded in writing by the Chairman of the Meeting or by at least three Members present in person and entitled to vote, A poll shall not be taken on the election of a Chairman for a Meeting or on any question of an adjournment.

5.2 If a poll is demanded the Chairman of the Meeting shall direct the time, place and manner in which the poll shall be taken. The demand for a poll shall not prevent other business being conducted at any Meeting. The result of that poll shall be deemed to be a resolution of the Meeting at which the poll was demanded.

6. CASTING VOTE

6.1 In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the Meeting shall have a second or casting vote.

7. PROCEDURE

7.1 The Chairman of any Meeting within the Trust shall determine any point of procedure not provided for within these Regulations. The ruling of the Chairman may be overturned only by a vote of two thirds of those present and eligible to vote.

8. REVERSION OF FUNDS

8.3.1 In the event of any Group or Section of the Trust being dissolved or lapsing the funds of such shall revert to the Trust. The Treasurer of the Trust shall be entitled (upon resolution by the Council to take control of any bank or other accounts, or of cash and goods, held by such dissolved or lapsed Group or Section).

9. NOTIFICATION OF CHANGES OF OFFICERS/MEMBERS OF COMMITTEES ETC

9.1 Any change of Chairman, Secretary or Treasurer in any Trust Committee should be notified to the Office Manager at the Trust Office. Likewise any change of membership within the Trust Committees and sub-committees should be notified to the Office Manager.

10. REPRESENTATION ON OUTSIDE BODIES

Guidelines for Representation on Outside Bodies

10.1 There shall be no bar on anyone being a committee or group member of another organisation.

10.2 However, unless they are elected by Trust Council, they do not represent the Nottinghamshire Wildlife Trust or speak on the Trust's behalf.

10.3 If another organisation seeks NWT representation they should apply in writing for a nomination, setting out their terms of reference, aims and objectives.

10.4 Trust Council will determine whether the Trust should be represented on a particular organisation and nominate an appropriate representative.

10.5 Any person elected to an outside organisation will represent the Trust's policies and views and not their own.

10.6 Persons so elected will ensure that minutes of all meetings are copied to the Trust and be personally responsible for producing an annual report to Council detailing their involvement.

10.7 Council will review outside representation on an annual basis.

10.8 Council will also determine which organisations on which they ought to be represented and seek appropriate membership.

10.9 All current representations on outside bodies should be reviewed and rescinded where appropriate.

11. ALTERATION OF REGULATIONS

11.1 Any alteration to these Regulations shall require the approval of the Trust Council.

ANNEX TWO - FINANCIAL PROCEDURES

1. Budgeted expenditure

This table provides details of authority required for commitment of budgeted expenditure for Nottinghamshire Wildlife Trust.

Authority levels for Senior Managers relate to the budgets they have responsibility for and does not relate to cost centres and projects of other budget holders.

Reference to the Chief Executive includes the CEO or delegated deputy when the CEO may be unavailable for a long period eg through leave or illness. The current delegated deputy is the Head of Estate Management.

Authority	Unrestricted funds	Restricted funds
Any Senior Manager	£0 - £1,999	£0 - £4,999
Any Senior Manager and CEO	£2,000 - £9,999	£5,000 - £49,999
CEO and any authorised signatory	£10,000 - £49,999	£50,000 - £100,000
CEO and Honorary Treasurer (in consultation with Chair of relevant Committee)	£50,000 - £100,000	£100,000 - £150,000

Petty cash

The current limit for petty cash for individual items of expenditure is £100. The above authorisation is required.

Credit card

The current limit for company credit card for individual items of expenditure is £250. Transactions in excess of £250 should be agreed with the Chief Executive.

Expenses

Any items of expenditure on expenses should be agreed using the above authorisation before expenditure is committed.

Cheque requisition

Any items of expenditure where a cheque needs raising should be agreed using the above authorisation before expenditure is committed.

2. Unbudgeted expenditure

The Chief Executive (or delegated deputy) plus one other from the Chairman, Vice-Chairmen or Treasurer of the Trust shall be empowered to commit single items of unbudgeted expenditure up to £4,999. Such expenditure is to be reported to the next Resources and General Purposes Committee (RGPC) meeting. Unbudgeted expenditure in excess of £5,000 should be agreed by RGPC in advance.

3. Cheque signatories

The current limit for any authorised signatory to act as a sole signatory on financial transactions is £1,000.

4. Budget holders

The current Senior Managers with responsibility for budgets are as follows. Details of specific budgets held are set out in the annual budget pack:

Chief Executive
Head of Estate Management
Head of Conservation Policy and Planning
Development Manager
Communications Manager
Membership Manager
Finance Manager
Office Manager
Southern Education Officer
Attenborough Education Manager
Idle valley Community Outreach Manager
Attenborough Centre Manager

5. Authorised signatories

The current Authorised Signatories for financial transaction are:

Chair	-	Valerie Holt
Treasurer	-	Margot Madin
Honorary Secretary	-	Martin Suthers
Vice-Chair	-	Ian Johnston
Executive Vice-President	-	John McMeeking
Chief Executive	-	John Everitt

ANNEX THREE - LOCAL GROUP CONSTITUTION

Nottinghamshire Wildlife Trust (the Trust) is the county's leading conservation charity, run by local people for the benefit of their local wildlife. It is part of the Royal Society of Wildlife Trusts a national network of 47 individual Wildlife Trusts, each working to protect wildlife in their region.

The Trust believes that our work is carried out most effectively through local action and central to achieving our goals are our Local Group committees, formal groups constituted as part of the Trust to work with us to protect wildlife in their local areas. The work of the Local Group committees ranges from organising walks, talks and practical work on nature reserves to advising on local planning issues and fundraising on behalf of the Trust.

This constitution, along with our procedures, provides a set of rules and guidance notes for Local Group committees and the Trust to follow. They are intended to be easy to understand and informative, helping our members to engage in a meaningful and enjoyable way when working alongside the Trust; at the same time enabling us to meet all our legal obligations.

Local Group committee members should understand the constitution and our procedures. If they have any questions about the constitution or our procedures they should contact the Trust.

1 NAME

The Local Group committee's name is

2 THE PURPOSE OF THE LOCAL GROUP COMMITTEE IS TO promote interest in wildlife and nature conservation in the

area by providing a welcoming and friendly group environment for our members and the general public, and to support our aims by contributing to the following, as appropriate:-

- a) Provide an opportunity for our members to discuss and be actively involved with us in our work in the committee's area.
- b) Be the local voice of the Trust and support our campaigns and planning activity.
- c) Support Trust projects, including fundraising.

- d) Actively encourage membership of our Trust.
- e) Support biological recording and survey work.
- f) Promote our Trust and its work, at meetings and local events.
- g) Engage in practical nature conservation work on our nature reserves.
- h) Deliver a programme of activities for our members and the general public, which may include walks, talks and conservation volunteer work.
- i) Help educate and raise awareness of local wildlife issues and sites, and encourage and support Wildlife Watch.
- j) Work with the Trust central committees, Trust Officers and our other Local Groups at a county level and in areas of mutual local interest.
- k) Work with other local interest groups (Friends Groups, Wildlife Groups, CPRE, local councils etc) to further our objectives.

3 MEMBERSHIP OF THE LOCAL GROUP

All Trust members are automatically considered to be enrolled in the Local Group in the area where they live. Members may, and are encouraged to, attend any other Local Groups' activities. However, they may only vote at another Local Group's Annual General Meeting (AGM) and join the committee of another Local Group at the discretion of the relevant Local Group committee.

4 THE LOCAL GROUP COMMITTEE

The Local Group committee is made up of Trust members (either individual or affiliated group member representatives) who are appointed at the Local Group AGM. The committee will ensure that the Local Group works within the terms of this constitution and the procedures provided by the Trust.

5 CARRYING OUT THE PURPOSES

The Local Group committee may, as appropriate and in consultation with the Trust:-

- a) Raise funds, and receive grants and donations.

- b) Use these funds to carry out the work of the Local Group.
- c) Use the Trust brand within the brand guidelines provided by the Trust.
- d) Do anything that is necessary and lawful to achieve the purposes and goals of the Trust.

The Local Group committee may not:-

- a) Act in any way, against the explicit wishes or the policies of the Trust.
- b) Promote or associate itself with any political party.
- c) Campaign against the Trust.
- d) Deviate from any of the Trust's policies and procedures.

6 THE ANNUAL GENERAL MEETING

- a. In April each year, the Local Group committee will hold an Annual General Meeting (AGM). At least 14 days' notice must be given to members through communication such as Trust or Local Group websites and the What's On Guide. Minutes of the AGM should be sent to the nominated person at the Trust's headquarters.
- b. At the AGM the following items should be included in the order of business:
 - Agreement of the previous AGM minutes.
 - The annual report of the Local Group committee.
 - Financial report for the previous year.
 - Reports from any committees or groups on which the Local Group committee is represented.
 - The election of the committee (minimum of Chair, Vice-Chair, Secretary and Treasurer plus a maximum of 8 ordinary members on the committee).
 - Appoint of any representatives to other committees or groups.
 - There must be at least three Local Group committee members present at the AGM.
- c. Every Trust member of the Local Group has one vote.
- d. Every group affiliated to the Local Group has one vote.

7 MEETINGS OF THE LOCAL GROUP COMMITTEE

- a. The Local Group committee will normally hold at least three meetings each year (in person or virtually) in addition to the AGM. Committee members only may act by majority decision (being a majority of those present), other participants (non-committee members) may not vote.
- b. At least three committee members must be present at the meeting to be able to make decisions. Minutes should be taken of meetings and the Trust kept informed of developments.
- c. If any committee member or participant has a conflict of interest they must declare it and, if required, leave the meeting while the matter is discussed. The committee may decide to allow the person to remain in the meeting to offer information, but choose to exclude them from any vote on the specific issue.
- d. During the year, the committee members may appoint (co-opt) additional committee members, who may then wish to stand for election at the next AGM.

8 MONEY AND PROPERTY

- a) Money and property (assets) must only be used for the Local Group's purposes.
- b) At the end of each year, the Local Group will assess what contribution of funds is passed to the Trust.
- c) The committee must keep accounts for submission to the Trust at the end of each financial year.
- d) Committee members and participants cannot receive any money or property from the Local Group, except to refund reasonable out of pocket expenses.
- e) Money must be held in the Local Group's bank account. All cheques must be signed by two committee members.

9 GENERAL MEETINGS

A General Meeting may be called on the written request of at least 15 Local Group members or the majority of the Local Group committee or by the Council of the Trust. At least 14 days notice must be given to all Local Group members prior to holding a General Meeting.

10 RESOLUTION OF PROBLEMS

If a difficulty or issue should arise that may impact on the activities of the Local Group, or if requested by the Local Group or by the Trust, the Trust will provide a mediation service at the discretion of the Chair of the Trust.

In the unlikely event of the winding up of the Local Group the distribution of any monies or property remaining after settlement of the debts of the Local Group will be agreed between the Local Group committee and the Trust.

11 ADOPTION OF THE LOCAL GROUP CONSTITUTION

This constitution was agreed by

_____ on behalf of the Trust

on _____ 20_____

This constitution was adopted on _____ 20_____ by the Local Group following a majority vote of the Local Group Committee, and is signed on behalf of the committee by the Local Group Chairman and two other committee members.

Signed _____

Print name and position held

Signed _____

Print name and position held

Signed _____

Print name and position held

ANNEX FOUR

TERMS OF REFERENCE FOR RESERVE MANAGEMENT COMMITTEES

1. NAME OF COMMITTEE

The Committee shall be known as Reserve Management Committee. The name of the Committee may be changed with agreement from the Sites Committee of Nottinghamshire Wildlife Trust (NWT), upon the recommendation of the Reserve Management Committee.

2. MEMBERSHIP

The Committee shall consist of not less than six and, normally, not more than twelve persons and shall include at least the following.

Ordinary Committee Members:

- a)** Reserve Warden
- b)** NWT Local Members Group Committee representative(s)
- c)** Ordinary NWT members
- d)** Up to two non-members of NWT who have specialist knowledge or expertise relevant to the Reserve
- e)** Local community representative(s) at the discretion of the chairman/Sites Committee

Ex Officio Committee Members:

- f)** NWT Head of Estate Management and Development or his/her deputy, with other staff as appropriate
- g)** Member of Sites Committee

Members with appropriate knowledge and skills are invited to join the committee to support decision making, under the direction of Sites Committee. Members are expected to contribute to the discussion about the management of the reserve, and to work constructively within the committee.

3. RMC CHAIR, VICE CHAIR AND SECRETARY

These officers shall be appointed by Sites Committee from within the members of the RMC, with a term of office of three years in the first instance.

4. RESPONSIBILITIES

The Committee shall be responsible to Sites Committee

- a)** To meet at least twice per year.
- b)** For the proper management of the Nature Reserve in accordance with the Objects and agreed policies of NWT in cooperation with the Estate Management Team and the relevant Reserve Officer(s).
- c)** For the organisation of surveys, recording and monitoring of the reserve in conjunction with Sites Committee and NWT Living Landscapes Monitoring Officer for the inclusion of records in NWT site management processes.
- d)** For liaison, through its local community representative(s), with NWT Local Groups and with the residents of the local community.
- e)** For assisting with the general management and wardening of the Reserve, notably in relation to reducing unauthorised or inappropriate activities, and reporting incidents to the Reserve Officer. It is hoped that the main emphasis of wardening will be positive engagement with the public to help explain aspects of the natural history of the site.
- f)** For advising Sites Committee, within the terms of NWT's policy on Access to Reserves, as to the amount and type of access to the reserve, if any, that should be provided for members of the NWT and for the public.
- g)** For the recommendation of voluntary wardens and the definition of their responsibilities within the Reserve and within agreed NWT policy on Reserve Wardens, including rotas and assisting the Reserve Officer with the control of activity.
- h)** For consultation on a draft Reserve Management Plan for submission to Sites Committee for ratification.
- i)** For the implementation and updating of the Reserve Management Plan, once approved, in conjunction with NWT staff.
- j)** To work with the Reserve Officer to develop an annual work programme for submission to Sites Committee / Head of Estate Management and Development.
- k)** For the organisation and control of conservation work on the Reserve in conjunction with NWT staff.

- l)** For the organisation of open days, guided walks and other appropriate activities on the Reserve, in conjunction with interested Local Groups, and the People and Wildlife Committee of NWT.
- m)** For the submission each year to Sites Committee of an Annual Report on the Reserve including matters of conservation concern, representations made, work completed and future plans. Such a report may be in writing or by oral presentation to Sites Committee
- n)** For nominating a representative of NWT from the Reserve Management Committee to attend community liaison meetings when appropriate (eg with quarry operators). The nominated person will feed back all information from such meetings to the Reserve Management Committee and the Head of Estate Management and Development, or his/her deputy.
- o)** For advising the Sites Committee on a range of general issues, including, but not limited to, permits, health and safety, security, and threats and opportunities.

5. RESOLUTION OF ISSUES

NWT assumes that all members of RMCs will be happy to work constructively together for the benefit of the relevant Reserve and its wildlife. If issues arise which cannot be resolved amicably within the RMC, the Chairman or the Head of Estate Management and Development may refer the issues to the Sites Committee. The Sites Committee may, in exceptional circumstances, decide to withdraw an individual's invitation to serve on the RMC. In that event, the individual concerned would have the right of appeal to Council.