

# Aireborough Neighbourhood Development Forum

## Constitution

- The name of this organization will be Aireborough Neighbourhood Development Forum (Aireborough Forum) as from 23 October 2014.  
(Previously known as *Aireborough Neighbourhood Forum (ANF)*).
- The area covered by the Aireborough Forum will be the Aireborough Neighbourhood Area as shown on the attached map (**the Area**) – this covers the townships of Yeadon, Nether Yeadon, Guiseley, Hawksworth and High Royds<sup>1</sup>
- The Aireborough Forum membership is open to all those who live, work and/or do business in the Aireborough Area.

This constitution was originally drawn up in February 2013 and amended in September 2014.

### 1. Purpose and Aim

The purpose of the Aireborough Forum is to support the regeneration and sustainable development of the Aireborough Neighbourhood Area. The aim is to facilitate collaboration between the Area's stakeholders in order to evaluate, plan, and implement initiatives to improve the economic, social, cultural and environmental well-being (**well-being**) of the people who live, work or do substantial business in the Aireborough Neighbourhood Area.

### 2. Objectives

The Forum will

- a) provide leadership in bringing together a wide range of local people<sup>2</sup> through consultation and co-production, to overcome identified issues affecting well-being, and to seek initiatives that add value to life in Aireborough.
- b) produce, implement and maintain an Aireborough Neighbourhood Plan in accordance with both relevant legislation and a shared vision for the Area.
- c) seek to conserve and promote the identity and distinctiveness of Aireborough within its wider geographical context.
- d) advance the practice of 'placemaking'<sup>3</sup> in the Aireborough Neighbourhood Area. The Aireborough Forum supports the principles of the Freiburg Charter (The Academy of Urbanism, 2010 ).
- e) help to promote growth in the local economy to regenerate a sustainable local community.
- f) work to grow a connected, quality green infrastructure that enhances well being and the local ecology.
- g) foster strong community spirit and encourage civic pride.
- h) seek to establish and maintain an effective organization, capable of raising and managing income and funding for community initiatives.

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<sup>1</sup> Not Rawdon Parish as it is covered by a separate parish council..

<sup>2</sup> People who live work and do business in the Aireborough Neighbourhood Area, and other Stakeholders.

<sup>3</sup> Placemaking is the collective shaping of uplifting 'public spaces' that draws on local assets and innovation to mitigate spatially caused issues, and create places that enhance health, well being and potential.

- i) create long term partnerships between the Aireborough Forum and the public and private sectors in order to achieve the purpose, aim, and objectives

### **3. Legal Entity and Year End**

The Aireborough Forum initially is an unincorporated association, but will, in the first year of inception, evaluate and establish a relevant legal entity and governance structure to achieve objectives.

The Aireborough Forum is a strictly non-party political organization, and will not be affiliated to any political party or political party sponsored organization.

The Aireborough Forum year end will be the 31<sup>st</sup> March for accounts and the Annual General Meeting (AGM).

### **4. Powers and Responsibilities**

To achieve its aim and objectives the Aireborough Forum will have the following powers and responsibilities:

- I. To seek out and raise by appropriate means such funds as are necessary to conduct the business of the Aireborough Forum; to carry out all financial transactions required to conduct the Forum's business effectively.
- II. Produce and maintain a Neighbourhood Plan for the Aireborough Neighbourhood Area.
- III. Seek designation in relevant capacity as required to achieve objectives. For example the Aireborough Forum may seek to be designated as a Local Nature Partnership.
- IV. To manage volunteers and such employees as are deemed necessary to conduct the Forum's business effectively. The Aireborough Forum will be an equal opportunities employer.
- V. Buy, licence, lease or rent premises, equipment, and/or professional services.
- VI. Sell or dispose of property belonging to the Aireborough Forum, with all proceeds going to Aireborough Forum funds.
- VII. Take out relevant insurance to achieve the Aireborough Forum's objectives.
- VIII. To work in partnership with organizations that have a complementary purpose and objectives or where applicable acquire or merge with such an organization.
- IX. Publicise and promote the work of the Aireborough Forum across a range of media and channels to stakeholders.
- X. Maintain a website for transparency, giving details of the Aireborough Forum, including a map of the Area, the constitution, the name and details of the Management Board, key meetings, events, research, decisions, and how people can become involved.
- XI. Exchange and share information, advice and knowledge to help other communities, and especially those that with an interest in the Aireborough Area.
- XII. Take any form of lawful action, which is necessary to achieve the purpose, aim and objectives of the Aireborough Forum.

### **5. Aireborough Neighbourhood Development Forum Membership**

- I. Membership will be open to everyone who supports the purpose, aim and objectives of the Aireborough Forum, is 16 years of age or over, and fits into at least one of the following membership categories (categories)
  - Individuals who live in the Area

- Individuals who work in the Area either in paid or voluntary work
- Business owners and heads of community organizations, who carry out a substantial part of their business in the Area; or a nominated representative empowered to represent the organization
- Elected Councillors and Members of Parliament for the Area

II. Aireborough Forum Members are responsible for actively promoting the work of the Aireborough Forum, taking part in Forum meetings and workshops, and for achieving the purpose, aim and objectives.

III. Every Member of the Forum, be they an individual or the person representing an business or organization is entitled to one vote.

IV. The Forum must have a minimum of 21 members from across the range of categories. The Forum does not have to have an elected representative as a member; but it is desirable.

V. All applications for membership are to be made in writing to the Organizational Secretary.

VI. All Members of the Forum have a duty to declare at application stage any political party membership, financial, employment, land ownership or other interest that could impact on the objectives of the Forum.

VII. *Where it is considered that membership would be detrimental to the aim and objectives of the Forum, the Management Board will have the power to refuse membership by a two thirds majority vote; for the same reason, they may terminate or suspend membership of any Member by resolution passed at a Management Board meeting. Reasons for refusal or termination must be given in writing to the person concerned, within 21 days of the decision, the person concerned can then make an appeal to the Management Board for reconsideration of factual evidence.*

VIII. Any Member of the Forum may resign their membership by providing the Organizational Secretary with written notice of at least two weeks<sup>4</sup>.

IX. Membership is not transferable, and will be terminated if the member dies, or a business or organization goes out of existence or ceases to operate in the Area.

X. The Management Board will take steps to encourage membership from a wide range of local people and organizations; taking reasonable steps to ensure that the membership of the Forum is representative of the Area.

XI. The Organizational Secretary will maintain records of Members, Ex Members, and Affiliates, with due regard for privacy and data protection regulations.

## 6. Affiliated Advocates and Volunteers

- I. It is likely that many people will have an interest in working with the Forum, but may not want or be able to be a Member<sup>5</sup>. In this case the AIREBOROUGH FORUM will have Affiliated Advocates or Volunteer (**Affiliates**). Affiliates will not have membership voting rights..
- II. Affiliates will be asked to complete a relevant personal details form, so that they can be contacted, consulted and involved in the work of the Aireborough Forum.

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<sup>4</sup> This is necessary because of membership numbers necessary for designation in relevant capacities.

<sup>5</sup> EG they may have time pressures, not want to commit to full membership, or be too young; or, they do not fit into a membership category eg Council Officers, Advisors

## 7. Management Board

- I. *The Aireborough Forum will be managed by a Management Board of between 7 - 21 members, who are all at least 18 years of age.*
- II. *The Board will be responsible for the day to day business of enacting the powers and responsibilities of the Aireborough Forum and for advancing the purpose and objectives of the Forum; it will at all times act in the interests of the Area and in a manner that is consistent with the Aireborough Forum Constitution.*
- III. *The Board will meet at least 5 times a year.*
- IV. *Board Members will be nominated for specific roles, prior to an AGM, from amongst the membership, and voted for at the AGM by the membership.*
- V. *If Directors are appointed under the governance review, then procedures will be put in place for their rotation via the annual nomination and resignation of a proportion of directors, in line with good practice.*
- VI. *The Management Board will cover the following roles :*
  - ***Chair and Vice-Chair*** – *together responsible for facilitating the achievement of the Forum's aim and objectives, setting agendas, conducting meetings, building relationships and ensuring good governance. The role of the Chair and Vice Chair may alternate every six months following a Management Board discussion on the desirability for achieving objectives.*
  - ***Programme Manager*** – responsible for planning and managing a programme of activity, with the topic group leaders, to achieve objectives
  - ***Stakeholder Relationship Manager*** x 3 – *responsible for identifying and building relationships and engagement with the diverse groups within their Area.*
  - ***Organizational Secretary*** - responsible for the membership, committee communication, public relations, publicity, co-ordinating meetings and documentary governance
  - ***Events Manager*** – responsible for organizing public events and the running of an urban room
  - ***Treasurer*** – responsible for managing the finances of The Aireborough Forum, producing independently examined year end accounts, and for keeping up to date and accurate accounts during the year for Board and member's meetings.
  - ***Fundraiser*** – responsible for identifying and applying for grants, and fund raising initiatives
  - ***Topic Group Leaders*** – responsible for guiding the work on a particular topic with the membership and affiliates

One member of the Management Board, may hold more than one role, but not more than two.

- VII. *The Board may nominate additional roles to the Management Board as required, which will be subject to the same annual election process.*
- VIII. *To maintain continuity without stifling new ideas, one third of Board Members will retire at each AGM, but may offer themselves for re-election at the AGM. No Board member may sit on the Board for more than three years, without re-election. First re-elections will be at the AGM Spring 2016, unless a role has become vacant or a new role made, in which case the vacant and new roles will be voted on.*
- IX. *The make-up of Management Board should cover a range of membership categories.*
- X. *The names and contact details of the Board will be made public on the Aireborough Forum website*

- XI. If it is necessary, the Board can co-opt up to 3 additional Members during any year, but they must retire at each AGM.
- XII. Notification of Board meetings and an agenda will be sent out in good time for Members to prepare.

## **8. Forum Meetings and Operations**

- I. There will be a meeting/workshop for all Members and Affiliates **at least** three times a year. These meetings are to enable the Forum to discuss and work on actions, issues, and ideas, to monitor progress and consider future developments.
- II. The Organizational Secretary will give at least 14 days notice of when a meeting/workshop is due to take place, unless it is deemed as an opportunity or emergency, in which case best efforts will be made for the timely notification of members, along with any relevant background information.
- III. All meetings will be facilitated or chaired by a relevant member of the Management Board, and an accurate record kept of, at a minimum, the actions, decisions and output.
- IV. Topic Groups and sub-groups of the Aireborough Forum, will meet as and when necessary to fulfil their objectives. This will be organized by a topic group/sub group manager
- V. An AGM will be held within three months of the end of the financial year, and will be called with at least 21 days notice of the meeting date.<sup>6</sup>
- VI. The AGM should be chaired by the Chair, from the outgoing Management Board.
- VII. All Aireborough Forum Members should receive a personal notice of the AGM, and it should also be publicised on the website at a minimum. Other media regularly used by Members may also be used, as appropriate.
- VIII. Board roles for nomination and any proposed changes to the constitution should be publicised well in advance of the AGM. The only exception will be in the first year, when the setting up of the relevant governance structure may result in the adjustment of the constitution before the AGM.
- IX. The AGM will cover the following topics:
  - A report on the activities of Aireborough Forum for the previous year given by a Chair for that year,
  - Submission and adoption of independently examined accounts prepared by the Treasurer.
  - The election on a simple majority vote of Members to the roles on the Management Board and up to 4 bank signatories
  - A discussion of the proposed programme of work to fulfil objectives for the following year, and of topic/sub groups and Members to carry them out.
  - A discussion and two-thirds majority vote on proposals for changes to the constitution.
  - Only at the AGM: the Chair will have the casting vote in the case of no relevant majority.

## **9. Decision Making at Meetings**

- I. The very purpose of the Aireborough Forum means that it must accommodate a wide range of views, in order that local people, who live, work or do business in the Area feel they have played a part in improving 'well-being'. Neighbourhood Plan decisions must therefore be

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<sup>6</sup> Except for 2014 when it will be held at a time appropriate for neighbourhood planning designation

based, firstly on gathered evidence and secondly on consensus. Final decisions can then be put to a majority vote at a relevant Aireborough Forum quorum. Decisions should never skip the process of consensus building

- II. Where a vote is held, it will be on a simple majority of a quorum (unless the constitution states otherwise eg the AGM as outlined in 8) if that is equal, then further discussion must take place to reach a majority.
- III. A quorum for decision making will be:
  - a. Eleven Members voting in person, at a Forum meeting and the AGM:
  - b. *At least 6 members of the elected Board at Management Board meetings.*
- IV. Minutes will be taken, approved by the Forum or Board as relevant, and held by the Organizational Secretary for use by any relevant stakeholder.

## **10. Finances**

- I. A bank account(s) will be set up in the name of the Aireborough Neighbourhood Development Forum, and approved by the Board.
- II. All money received in the form of donations, grants, and other forms of funding will be put into the Aireborough Forum's bank account(s) and will be used to further the aim and objectives of the Aireborough Forum, and for no other purpose.
- III. Financial undertaking must be approved by the Board in principal.
- IV. Cheques, deeds and other legal documents will have any 2 of 4 authorised signatories from the Board..
- V. The Treasurer will keep a proper account of the Aireborough Forum's finances the accounts will be independently examined at least once a year by an independent examiner appointed at any General Meeting or by the Management Board. Independently audited accounts will be made available for inspection at the AGM.
- VI. In the event of the Aireborough Forum being dissolved, remaining funds after payment of outstanding accounts shall be transferred to another relevant organisation – see below in section 12 Dissolution.

## **11. Complaints Procedure**

- I. Any complaints about the behaviour of a member of the Forum in relation to the work undertaken shall be made in confidence, in writing to the Organizational Secretary. Unless the complaint is about the Organizational Secretary, in which case it should be made to a Chair
- II. Five Members of the Board of the Forum will be chosen by lottery to investigate the complaint and decide on action as appropriate. If the complaint concerns a Member of the Board they will not be involved in the lottery for investigation.
- III. Appeals will be held by three Members of the Board who have not been involved in investigating the complaint or determining action.

## **12. Dissolution**

If 21 Aireborough ForUM Members wish at any time to dissolve the Aireborough Forum, they should give all Members, Affiliates and Stakeholders at least 14 days notice of a SGM to discuss this. Notice

should be served so as to reach as many Members, Affiliates and Stakeholders as possible. If the Aireborough Forum does not have 21 members, then the full Board can call a SGM.

If such a decision is agreed at that SGM by a simple majority of those Members present and voting, the assets (after the payment of all debts and liabilities) will be disposed of to another voluntary organisation with compatible aims and principles, this group being agreed at the same meeting, with the final decision resting with the Chairs, Organizational Secretary and the Treasurer.

This Constitution was Adopted for the Aireborough Neighbourhood Development Forum on 3<sup>rd</sup> March 2014 by the following Management Board

Ian Dawes	Lynda Kitching
Alec Denton	Frank La Corte
Clr Ryk Downes	Cllr Graham Latty
Francesca Entwistle	Christine Schofield
Jonathan Hart-Woods	Alexei Smethurst
Steve Howarth	Robert Turner
David Ingham	Nigel Wilson
Jennifer Kirkby	Clive Woods

#### **Change History**

1. Approved amendments were made by the Management Board on 17 September 2014 in line with designation approval and recommendations for democratic governance in the light of experience. Changed clauses are in italics.
2. The name was changed to Aireborough Neighbourhood Development Forum (Aireborough Forum) 23 October 2014

#### **Terms**

**Area** – The Aireborough Neighbourhood Area as detailed on attached map

**Aireborough Forum** – Aireborough Neighbourhood Development Forum

**Purpose** – The unchanging mission of the Aireborough Forum and reason for existing

**Categories** – The different categories of people who can become an Aireborough Forum member

**Affiliates** – Advocates or volunteers who do not want or cannot be members.

**Stakeholder** – All groups or persons who affect or will be affected by the aim and objectives of AIREBOROUGH FORUM eg land owners, local community groups, businesses and official bodies

**Well-Being** – Central to the purpose; meaning economic, social, cultural and environmental well-being of the people who live, work or do substantial business in the Aireborough Neighbourhood Area.

**Co-Production** – People pooling knowledge and resources to produce an output in which they all have an interest

**AGM** – Annual General Meeting

**SGM** – Special General Meeting

**Management Board**-Group of members appointed each year to oversee the management of the Aireborough Forum

**Topic Group** –Group of members and affiliates who come together to achieve a specific task