



## **THE CONSTITUTION OF HERITAGE VOLUNTEERING GROUP**

### **1. NAME**

The name of the Organisation shall be Heritage Volunteering Group, hereinafter referred to as the 'Organisation.'

### **2. OBJECTS**

The objectives of the Organisation will be:

- a) To enable the heritage sector to unlock the power of volunteering.
- b) To champion volunteer engagement in the heritage sector.
- c) To promote and share effective practice in volunteer engagement in the heritage sector.
- d) To create connections and support collaboration between practitioners, leaders of volunteer engagement, volunteers, and organisations in the heritage sector and beyond.

### **3. MEMBERSHIP**

- a) Membership of the Organisation will be open to all individuals over the age of 18 years, regardless of class, political beliefs, and membership to groups protected by the Equality Act 2010; race and ethnicity, religious belief, sex, including pregnancy and maternity, gender identity or sexual orientation, and who accept the aims and values of the Organisation.
- b) Those wishing to join the Organisation do so as individuals and not as representatives of the organisation they are associated with at their time of joining.
- c) All members are volunteers and do not receive payment for their involvement with the Organisation except where a member is undertaking separately contracted work as a business or on behalf of their employer.
- d) Any person wishing to become a member must apply.
- e) The Executive Board may, at its discretion, refuse any application for membership.
- f) Each member is entitled to a single vote at the Annual General Meeting (AGM) on any matters where voting is required. This is also the case for Extraordinary General Meetings (EGM).
- g) All election, special resolution and other 'significant decision' requirements tabled at the AGM or EGM will have digital voting enabled for the entire membership, a majority vote is required, as a function of all votes cast.
- h) To elect a new Board member, to pass any resolutions or other significant decisions a majority vote is required, as a function of all votes cast.



- i) Any member wishing to withdraw their membership must notify the Organisation of their decision.
- j) Membership may be removed if the Organisation is unable to maintain contact with a member. It is the member's responsibility to keep contact details up to date.
- k) The Executive Board retains the right to remove membership from any member not seen to be adhering to the aims and values of the Organisation.
- l) Any decision to remove a member seen not to be adhering to the aims and values of the Organisation will be made by a vote of the Executive Board. In the event of a tied vote, the Chair's decision will be final.

#### **4. EXECUTIVE BOARD**

- a) The policy and management of the affairs of the Organisation shall be directed by an Executive Board which shall meet not less than three times a year.
- b) Any member of the Executive Board attending fewer than two Executive Board meetings in a twelve-month period will be asked to resign.
- c) The Executive Board are responsible for all decision-making within the Organisation and for appointing members to the Advisory Group (see section 5) and establishing Working Groups as required (see section 6 )
- d) The Executive Board shall consist of up to 10 members these may include, but not be limited to, a Chair, Vice Chair, Secretary, Treasurer, Membership Executive, Communications Executive, Events Executive and two non-portfolio positions.
- e) The members of the Executive Board shall be elected at the AGM of the Organisation.
- f) Anyone wishing to stand for election as an Executive Board member should be a member of the Organisation with the exception of those the Executive Board chooses to co-opt.
- g) Executive Board members of the Organisation are elected to office for a three-year period and may stand for a maximum of two consecutive terms of office.
- h) Any member of the Executive Board must notify the Chair of their decision to vacate their position. In doing so, they may retain their membership of the Organisation.
- i) Where an Executive Board Member vacates their position during a term of office, the Executive Board reserves the right to co-opt a replacement for the period up until the subsequent AGM.
- j) Any casual vacancy on the Executive Board may be filled by a majority vote of the Board.
- k) Any person co-opted to fill a casual vacancy shall hold office until the subsequent AGM and shall be eligible for election at that meeting.
- l) Should the Executive Board wish, they may co-opt up to two non HVG members to the Executive Board, where the skills of those individuals are deemed necessary to the success of the Organisation.



- m) Co-opted Executive Board members are co-opted for one year and may participate for two consecutive terms of office equating 2 years Executive Board membership.
- n) Co-opted Executive Board Members have the same rights as other Executive Board members.
- o) Executive Board members who have stood down may stand for re-election to the Executive Board after a period of one year.
- p) When an Executive Board member steps down from the Executive Board they may join the Advisory Group for a further three terms of office in line with item 5i.

## **5. ADVISORY GROUP**

- a) Advice and support for delivering the work of the Organisation is provided by the Advisory Group.
- b) Advisory Group members will be appointed by the Executive Board for a period of two years and may be reappointed for three terms of office.
- c) The Advisory Group will meet with the Executive Board not less than two times a year. This meeting will be known as the “Advisory Group Meeting.”
- d) If an Advisory Group Member does not attend a meeting in a twelve-month period, they will be asked to resign.
- e) Advisory Group Members have no decision-making powers and are not responsible for the running or management of the Organisation.
- f) Advisory Group Members may advise the Executive Board and support any work deemed necessary but may not set up new projects or work in their own right.
- g) The Advisory Group will consist of not more than 15 members, excluding Executive Board members.
- h) A minimum of eight positions on the Advisory Board must be filled by members of the Organisation.
- i) Where Executive Board members step down an additional three positions may be made available on the Advisory Group to accommodate them, giving a maximum of 18 Advisory Group members.
- j) The Executive Board may co-opt up to a maximum of four Advisory Group Members, where the total number of Advisory Group members does not exceed 15, excluding Executive Board members, or 18 where former Executive Board members have stepped into the Advisory Group in line with clause 5i.
- k) Co-opted Advisory Group members are co-opted for one year and may participate for two terms of office and have the same rights as Advisory Group members.
- l) Co-opted Advisory Group members may become members of the Organisation at any time during their term of office. In so doing, they will vacate their Co-opted position and take up a position of Advisory Group member in line with clause 5h.



- m) Where the Executive Board deems it beneficial to the Organisation, they may invite non-Advisory Group members to attend a meeting in the capacity of an Observer. Observers are not able to participate in decision-making processes.
- n) Advisory Group Members who have stood down may stand for reappointment to the Advisory Group after a period of one year.

## **6. WORKING GROUPS**

- a) The Chair and other Executive Board Members shall be ex-officio members of any Working Groups of the Organisation.
- b) Members of the Executive Board may establish a Working Group to support any work deemed necessary.
- c) The Executive Board shall determine terms of reference, powers, duration, and composition.
- d) Each Working Group will have a designated member of the Executive Board that is responsible for their management and final decision-making.
- e) Working Groups may be comprised of members of the Executive Board, Advisory Group, or wider membership of the Organisation.
- f) Executive Board members may co-opt, to any Working Group, non-members of the Organisation, where the skills they possess are deemed of benefit to the work being undertaken.
- g) Updates from Working Groups should be provided at Executive Board Meetings.
- h) Working Groups should be dissolved by agreement by the Executive Board by vote. Where there is a tie, the Chair's decision will be final.

## **7. MEETINGS OF THE ORGANISATION**

- a) The AGM shall be held within sixteen months of the preceding AGM. Ten working days' notice will be given to members in writing.
- b) The AGM will transact the following business:
  - 1. Minutes of the previous AGM.
  - 2. Consideration of the annual report provided by the Executive Board.
  - 3. Consideration of the annual statement of accounts.
  - 4. Election of Executive Board members.
  - 5. Appointment of Advisory Group members.
  - 6. Appointment of Independent Examiners of Accounts, where applicable.
  - 7. Any other competent business.



- c) The Chair of the Organisation may at any time, at their discretion, and shall, within 15 working days of receiving a written request by not less than 25 members having the power to vote and giving reason for the request, call an EGM for the purpose of altering the Constitution or of considering any matter which may be referred to them by the Executive Board for any other purpose. The proposed changes to the Constitution, or other matters to be considered at this EGM, shall be distributed in writing to the membership at least ten working days prior to the date of the EGM.
- d) The Executive Board may choose to invite individuals to attend Executive Board meetings in a non-voting, "Observer" capacity as it deems fit.

## **8. RULES FOR MEETINGS**

- a) The Executive Board will be quorate when a minimum of 50% of its members are present, including either the Chair or the Vice Chair.
- b) The Advisory Group will be quorate when 33% of its members are present including a minimum of three members of the Executive Board, one of which should be the Chair or Vice Chair.
- c) Unless otherwise specified in this Constitution, all questions arising at any meeting shall be decided by a simple majority of those entitled to vote. In the event of a tie, the Chair has the casting vote.
- d) The minutes of all meetings shall contain a record of all proceedings, resolutions, and decisions.

## **10. FINANCE**

- a) Revenue shall be raised by the Executive Board through events, funding or other income generating activities.
- b) The Financial Year shall be from 1<sup>st</sup> April to 31<sup>st</sup> March.
- c) The Treasurer shall keep proper accounts of the finances of the Organisation. At the end of the financial year the Treasurer will prepare an annual statement of accounts.
- d) The accounts shall be independently examined at least once a year, when applicable, by the Independent Examiners appointed at the AGM.
- e) The independently examined statement of accounts shall be submitted by the Executive Board ahead of the AGM.
- f) None of the Organisation's assets may be distributed or otherwise applied (on being wound up or at any other time) except to further its objects.
- g) A bank account shall be opened in the name of the Organisation with a bank or building society as the Executive Board shall from time to time decide. The Executive Board shall



authorise, in writing, three members of the Executive Board to authorise payments on behalf of the Organisation.

**11. ALTERATIONS TO THE CONSTITUTION**

Alterations to the Constitution may be proposed at the AGM or at an EGM called for that purpose. Any such proposal to alter the Constitution must be given in writing to the Chair at least 15 working days before the meeting at which the proposed alteration is to be considered. The proposed alteration must be distributed, in writing, along with the official notification of the meeting to the membership at least ten working days before the meeting. Any alteration to the Constitution will require a majority vote of approval.

**12. DISSOLUTION**

- a) If the Executive Board, by a simple majority, decides at any time, on grounds of expense or otherwise, that it is necessary or advisable to dissolve the Organisation, it shall call a EGM. Any assets remaining after the satisfaction of any proper debts and liabilities, shall be given or transferred equally to any charitable organisation with similar aims and objectives to the Organisation.
- b) At the point of dissolution all activities related to the Organisation, including Working Groups will cease.
- c) All member details will be removed from any system used by the Organisation and those systems closed down at the dissolution of the Organisation.

Adopted by its members at a meeting held on \_\_\_\_\_ (date)

Name: \_\_\_\_\_ Signed: \_\_\_\_\_ (Chair)

Name: \_\_\_\_\_ Signed: \_\_\_\_\_ (Secretary)

Name: \_\_\_\_\_ Signed: \_\_\_\_\_ (Vice-Chair)