Becoming a constituted group

Introduction
Using the information that schemes provided through the scheme audit in December 2012, we estimate that about a third of Walking for Health walks are longer than 90 minutes. We want as many schemes and walks as possible to stay part of Walking for Health, so we hope that your scheme will use accreditation as an opportunity to refocus your walks, and we’ll be doing everything we can to support schemes to do that.

But we recognise that many schemes may not want or be able to bring their walks within our new definition of a Walking for Health walk (as outlined in our accreditation guidance), particularly when it comes to the duration of the walk. If you’re running walks longer than 90 minutes, and you don’t want to shorten them, one of the options you can take is to form a constituted group.

What is a constituted group?
A constituted group is a group of people who come together to walk. The group is run on a voluntary basis and it set up as an organisation in its own right with a management committee, constitution and its own bank account.

How do I start one?
The first step is to bring together a core group of people who are willing to give their time to the group. Ideally, this should be an open meeting which is well advertised to existing walkers, so that everyone who may be interested has an opportunity to get involved. When you have a group of at least six people, you should then hold a first formal meeting to discuss the aims and objectives of the group and to form a committee.

How do I form a committee?
Ideally, three people are needed to form a committee: a Chair; a Treasurer and a Secretary.

The role of the Chair is to:
- Lead group meetings
- Assign tasks and responsibilities to other group members
- Be the spokesperson both internally and externally

The role of the Treasurer is to:
- Look after the bank account and make payments
- Keep a record of the group’s money, including payments and receipts
- Produce financial information for the group, such as reports and a budget
The role of the Secretary is to:

- Be the official address for the group
- Carry out general administration duties, including setting up regular committee meetings, setting the agenda for the meetings and distributing it to members, and taking the minutes

It is important that there is a fair and open election or nomination process and that the people who take up these roles do so for a fixed period of time.

Other group members can volunteer to take on other roles within the group as and when needed.

**How do I develop a constitution?**

A constitution is simply a set of written rules or an agreement that sets out the aims of your organisation, how it will be run and how the members will work together. Putting together a constitution for your group is required because:

- Any group that deals with money or tries to raise money in the form of grants needs a constitution. Most sources of funding can only be accessed by groups with a bank account, and banks will only allow groups to open an account if they have a constitution.
- A constitution will help to prevent individual members being exposed to potential risk if, for example, your group runs into financial problems or ceases to exist, by spreading the risk between members.
- Having a constitution is also essential if your group wants to register as a charity with the Charities Commission. This is a requirement for all organisations with a charitable purpose and an income over £5,000 per year.

Putting together a constitution is very simple:

- First, the management committee should get together to decide on the aims and objectives of the ‘Friends’ group and how it is going to be run.
- Use the constitution checklist provided (Annex A) as a guide to the basic requirements for putting together the document. You can add in any extra points to ensure everything is covered. As well as considering the day-to-day running of your group, try to plan for unexpected events or circumstances such as resignations, disputes or disagreements, or even the winding up of the group.
- To formally adopt your constitution, the management committee must call a ‘special public meeting’ to obtain the agreement of the members. All the management committee members need to sign and date the constitution and ensure that the decision is recorded by the Secretary in the minutes of the meeting.

All management committee members should be given a copy of the constitution when they join to ensure they fully understand the rules of the group.
How do I set up a bank account?
Having a group bank account is the best way to make sure the group’s money is kept safely. If your group intends to apply for funding, then the funders will usually require that you have a bank account where each cheque has to be signed by two people. Most high street banks offer special accounts for community groups. You will need to have at least two members of the group willing to act as signatories (usually the Treasurer and one other). The bank account should be looked after by the Treasurer.

What else do I need to think about?
Depending on the aims and activities of your group, you may want to consider the need for:

- insurance
- a health and safety policy
- a safeguarding policy
- a volunteering policy

Where can I find more help?
Your local Council for Voluntary Service is the best place for advice and support regarding establishing a new voluntary or community group. You can find full details of how to contact your local organisation at the National Association for Voluntary and Community Action (NAVCA) website: http://data.navca.org.uk/members/directory
Annex A - the constitution checklist

Adapted from ‘Ten Steps to Writing a Constitution’ a Special Update Feature from GRANTfinder Ltd.

The following information is suitable for unincorporated associations, but not groups that are Registered Charities or Limited Companies. It is designed to act as a checklist for the most common features of a constitution and offers an easy guide for community groups that do not currently have one. Although every constitution is different and should accurately reflect what a group wants to do, most have similarities in terms of their structure, and will more than likely include the following points:

1. Name of the organisation
2. Aims of the organisation (sometimes known as ‘objectives’)
3. Powers
4. Membership
5. Equal opportunities
6. Management Committee
7. Officers
8. Meetings
9. Finance
10. Dissolution
11. Amendments to the constitution

Name of the organisation
The name of the organisation should reflect what the group is all about and is very important. You need to bear in mind that every member of the organisation should identify with the name of the group. Consider how the name might appear on any literature. Make sure there is not already a group with the same name located locally and that the name is not misleading or offensive to people. To help you further with this, you can check names of charities and companies on registers at: www.charitycommission.gov.uk or www.companies-house.gov.uk

Aims or objectives of the organisation
The objectives should reflect the aims of the health walks that the group runs and supports, what you aim to achieve at this point in time and what you may wish to do in the future. Keep the aims as wide as possible to enable you to change the group’s activity without amending the constitution, giving you flexibility as the group develops.

Powers
The powers section of the constitution should discuss what the group is allowed to do to carry out its activities and meet its objectives. As with the objectives section, you should always remember that the group may expand in the future or change as it develops, so keep the powers broad. In general, this section may include details on the powers to:
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- raise money
- employ paid staff or recruit volunteers
- buy or rent premises/equipment
- receive contributions through a membership fee
- work in partnership with different organisations
- carry out anything else within the law necessary to reach the group’s objectives.

**Membership**

All groups are made up of members who want to work in association to achieve the stated aims. Members essentially own and control the group. You’ll need to decide who you are going to invite as members. It may be individuals within the local area, or defined categories of people with a shared interest in the walking, such as volunteer walk leaders and existing walkers. You must also decide if the group is going to charge people to be a member and if so, who is going to fix the price and when the price may be reviewed.

You should also consider what having a membership entitles members to do and how will you remove people from the group if needed. Termination of membership may be a necessity if an individual’s behaviour is detrimental to the aims of your group, and you may need to call a meeting to resolve the matter.

**Equal Opportunities**

The constitution must state that the group, in its objectives and operations, does not discriminate between different groups of people. While most committees would naturally operate according to equal opportunities, you must put down in writing that the group will promote equality of opportunity, eliminate unlawful discrimination and encourage good relations between people of different groups irrespective of race, religion, gender, age or disability etc.

**Management Committee**

A management committee is essential to manage not only the group’s work, but to make decisions. Management committees should include honorary officers, and may also involve others who have been nominated or elected such as the Chair. You’ll need to consider:

- How the management committee will be elected
- When the management committee be elected
- How long they will be on the committee before a re-election is needed
- What procedures you need to have in place if a member leaves
- How you will remove a committee member and for what reasons

**Officers**

It is common for committees to have named individuals, known as officers, to carry out various tasks on behalf of your group. These may include a Chairperson, Secretary or Treasurer. You also need to come to an agreement on how officers will be chosen, whether they will be elected at your annual general meeting or appointed by the
committee, and how long they will be in place (for a limited or unlimited period). The same questions apply to the officers as for the management committee.

Meetings
Within the constitution, you must state where and how often you will meet to discuss the work of the group and make any decision surrounding it. You should ensure that you make provisions for both general and committee meetings. General meetings are open to all members within the organisation. As well as meeting to deliberate the day-to-day activities of the group, you should always consider the method by which you will meet to discuss the more formal aspects of your group. These include the finances, issues concerning the election of committee members, and evaluating and reviewing the work and objectives of your group. This is generally carried out at the Annual General Meeting (AGM) which as the name implies should take place at least once a year. The group may also wish to hold a minimum number of additional meetings.

The constitution should include the following details:
- The minimum number of meetings you will hold and how often you will have them.
- How much notice you will give to inform your members when a meeting will be held
- The number of members that need to be present to allow a meeting to commence (this is known as the quorum).
- Who is able to vote and how voting will occur (such as a show of hands).
- The process by which your members will be allowed to call a meeting as opposed to your committee, covering the minimum number of people required in order to request such a meeting.

You can also make provisions about what to do if more meetings are necessary. For example, if you wish to make a major change to your constitution you will need to call a special general meeting. Again, this procedure must include details of who can call a meeting (the committee or a particular number of members), and how much notice you will give.

Finance
For the finance section of the constitution you’ll need to cover several factors. It is often a good idea to open a bank account in the name of the organisation. Your constitution must list any members authorised to sign cheques on behalf of the group, including the number of signatories needed. Cheques should have a minimum of two signatories, but it is best practice to identify at least three members who are authorised (generally the Chairperson, Treasurer and Secretary) to sign at any one time.

The Treasurer should also keep a record of all income and expenditure, and have the group’s accounts independently examined each year by an accountant.

Amendments to the constitution
It’s essential you acknowledge from the beginning that the group may change as it grows, and you may find that you need to make amendments to the constitution. Although this is the case, the constitution represents why people joined your organisation in the first instance, so you should make sure that it cannot easily be changed.
With this in mind, you will need to come to a decision on how any changes will be implemented. In general, changes to a constitution are deliberated at a general meeting consisting of all the group’s members, and a majority vote in favour of any amendments needs to be reached. Sometimes it may be that you decide you need a particular number of members to be present at a general meeting and in agreement before any changes to be made, such as a two-third vote.

You must also give details within your constitution of how you will arrange special general meetings to discuss potential changes, including information regarding how much notice you will give your members.

**Dissolution**

This will apply if, for any reason, the group needs to wind-up. Reasons for this may be that the group is simply lacking in support or resources, or if your activities have been transferred to another organisation. In this situation, you must adopt rules similar to those you have put in place to make changes to the constitution.

In this section, you need to include details on how you will call a special meeting and how many members should be present before you can dissolve the organisation, but you will need to include information regarding what will happen to any remaining assets or money. Usually when a group ceases to exist, debts are repaid and the surplus assets or finances are then distributed or donated to similar groups or local charities. This is basically to reassure the public and any funding bodies that the money is being utilised properly and not just being split between members.