



Nottinghamshire Neighbourhood Watch  
**NOTTSWATCH**



## **CONSTITUTION**

**First adopted on Saturday, 22<sup>nd</sup> February 2014**

**1<sup>st</sup> Amendment approved on Saturday, 21<sup>st</sup> March 2015**

**2<sup>nd</sup> Amendment approved on Saturday, 23<sup>rd</sup> June 2018**

**3<sup>rd</sup> Amendment approved on Friday, 7<sup>th</sup> January 2019**

**Constitution of Nottinghamshire Neighbourhood Watch**  
**Incorporating the City of Nottingham Neighbourhood Watch Council and Nottinghamshire Neighbourhood**  
**Watch Association**

First adopted on the 22<sup>nd</sup> day of February 2014

As amended on the 7<sup>th</sup> January 2019

**A. Name**

The name of the Association is Nottinghamshire Neighbourhood Watch and, in this document, will be called NottsWatch.

NottsWatch shall be a charitable, not for profit organisation, non-party in politics, non-sectarian in religion operate an equal opportunity and non-discriminatory policy and will embrace diversity.

**B. Administration**

Subject to the matters set out below, NottsWatch and its property shall be administered and managed in accordance with this Constitution by the members of the Executive Committee, constituted by clause F of this Constitution (“Executive Committee”).

**C. Objectives**

The objectives of NottsWatch shall be: -

- (1) To assist with the creation, development and support of Neighbourhood Watch Schemes located across the Nottinghamshire Police Force area.
- (2) To work in partnership with recognised Authorities and other relevant organisations:
  - To promote good citizenship and greater public awareness by increasing public participation in the prevention and detection of crime, reducing the fear of crime, improving police/community liaison and increasing community safety.
  - To address loneliness, isolation, vulnerability and enhance neighbourliness in line with Nottinghamshire Police Force priorities.
  - To provide effective communication to support communities, reduce crime and improve community cohesion.

**D. Powers**

In furtherance of the objectives, but not otherwise, the Executive Committee may exercise the following powers: -

- (1) To raise funds and to invite and receive contributions provided that in raising funds the Executive Committee shall conform to any relevant requirements of the law;
- (2) To buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use;

- (3) subject to any consents required by law, to sell, lease or dispose of all or any part of the property of NottsWatch. In exercising this power, the Executive Committee must comply as appropriate with sections 117 – 122 of the Charities Act 2011;
- (4) To employ such staff as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants;
- (5) To co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar purposes and to exchange information and advice with them;
- (6) To establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- (7) To appoint and constitute such advisory (sub) committees as the Executive Committee may think fit;
- (8) To open and operate such bank and other accounts as the Executive Committee consider necessary;
- (9) To do all such other lawful things as is necessary for the achievement of the objects.

## **E. Membership**

(1) Membership of NottsWatch shall comprise:

- (i) Any Person (over the age of 18 years) irrespective of, gender, sexual orientation, religious persuasion, race, nationality, or disability, each of whom is a recognised member of a Neighbourhood Watch scheme in the Nottinghamshire Police Force area or is registered as a Neighbourhood Watch member in the Nottinghamshire Police Force area.

‘Recognised member’ means any member (whether registered or not) of a Neighbourhood Watch scheme who is recognised as being a member by the scheme co-ordinator.

Any register of names and contact details of NottsWatch members must be held in compliance with current data protection legislation.

- (ii) Any corporate body, association or registered individual that is interested in furthering the work of NottsWatch (any such body being called in this Constitution a “member organisation”).

(2) Each member shall have one vote.

(3) Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of NottsWatch and may appoint an alternate to replace its appointed representative at any meeting of NottsWatch if the appointed representative is unable to attend.

(4) Each member organisation shall notify the name of the representative appointed by it and of any alternate to the secretary. If the representative or alternate resigns from or otherwise leaves the member organisation, he or she shall forthwith cease to be the representative of the member organisation.

(5) The Executive Committee may unanimously and for good reason terminate the membership of any individual member or member organisation: Provided that the individual concerned, or the appointed representative of the member organisation concerned (as the case may be) shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.

## **F. Executive Committee**

- (1) The Executive Committee shall comprise at least four, but not more than ten, members duly elected at an Annual General Meeting.
- (2) The Executive Committee shall be Trustees of the charity in accordance with the rules of the Charity Commission.
- (3) The Executive Committee may appoint ex-officio, non-voting, advisory members from organisations interested in furthering the objects of NottsWatch.
- (4) The Executive Committee shall have the power to co-opt additional members to fill vacant positions or assist the Executive Committee should the need arise, in order to maintain the integrity and effectiveness of NottsWatch. No-one may be appointed as a co-opted member if, as a result, more than one half of the members of the Executive Committee would be co-opted members. Each appointment of a co-opted member shall be made at a special meeting of the Executive Committee called under clause J and shall take effect from the end of that meeting unless the appointment is to fill a place which has not then been vacated, in which case the appointment shall run from the date when the post becomes vacant.
- (5) All the members of the Executive Committee shall retire from office together at the end of the Annual General Meeting next after the date on which they were elected but they may be re-elected or re-appointed.
- (6) The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- (7) Nobody shall be appointed as a member of the Executive Committee who is aged less than 18 years or who would if appointed be disqualified under the provisions of the following clause.
- (8) No person shall be entitled to act as a member of the Executive Committee whether on a first or any subsequent entry into office until after signing a declaration of acceptance and of willingness to act in the accordance with NottsWatch Objectives.

## **G. Officers**

At the first Executive Committee meeting after the Annual General Meeting the Executive Committee shall elect a Chair, Deputy Chair, Secretary and Treasurer, who shall hold office immediately.

## **H. Determination of Membership of Executive Committee**

A member of the Executive Committee shall cease to hold office if he or she:

- (1) Is disqualified from acting as a member of the Executive Committee by virtue of sections 178 and 179 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision);
- (2) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- (3) Is absent without the consent of the Executive Committee from all their meetings (including sub-committee meetings) held within a period of six months and the Executive Committee resolve that his or her office is vacant; or
- (4) Notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).

## **I. Executive Committee Members not to be personally interested**

- No member of the Executive Committee shall acquire any interest in property belonging to NottsWatch or receive remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee unless:
  - there is a written agreement between the charity and the trustee or connected person who is to be paid (see [section 4.4](#))
  - the agreement sets out the exact or maximum amount to be paid (see [section 4.4](#))
  - the trustee concerned may not take part in decisions made by the trustee board about the making of the agreement, or about the acceptability of the service provided (see sections [4.4](#) and [5.5](#))
  - the payment is reasonable in relation to the service to be provided (see [section 4.6](#))
  - the trustees are satisfied that the payment is in the best interests of the charity (see [section 4.7](#))
  - the trustee board follows the ‘duty of care’ set out in the 2000 Act (see [section 4.8](#))
  - the total number of trustees who are either receiving payment or who are connected to someone receiving payment are in a minority (see [section 4.9](#))
  - there is no prohibition against payment of a trustee (see [section 4.10](#))

(1) A member of the Executive Committee must: -

- (i) Declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with NottsWatch or in any transaction or arrangement entered into by NottsWatch which has not been previously declared; and
- (ii) Absent himself or herself from any discussions of the Executive Committee in which it is possible that a conflict will arise between his or her duty to act solely in the interests of NottsWatch and any personal interest (including but not limited to any personal financial interest).

Any member of the Executive Committee absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the Executive Committee on the matter.

## **J. Meetings and proceedings of the Executive Committee**

- (1) The Executive Committee shall hold at least two ordinary meetings each year. A special ordinary meeting may be called at any time by the chair or by any two members of the Executive Committee upon not less than 14 days’ notice being given to the other members of the Executive Committee, in writing or by email, of the matters to be discussed but if the matters include an appointment of a co-opted member then not less than 21 days’ notice must be given.
- (2) There shall be a quorum when at least four members of the Executive Committee are present at a meeting.

- (3) Every matter shall be determined by a majority vote of the members of the Executive Committee present and voting on the question but in the case of an equality of votes the chair shall have a second or casting vote.
- (4) The Executive Committee shall keep notes and minute actions of the proceedings at meetings of the Executive Committee and any sub-committee and circulate them to the Trustees.
- (5) The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this Constitution.
- (6) The Executive Committee may appoint one or more sub-committees consisting of three or more members of the Executive Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee. The Executive Committee will lay down clear Terms of Reference for each subcommittee. All sub-committees shall keep minutes of their meetings, which shall be promptly made available to the Executive Committee.
- (7) The Executive Committee shall sit on the Management Committee together with other members and invited volunteers who have an interest in furthering the work of NottsWatch.
- (8) The Management Committee shall also include any unincorporated body or association that is interested in furthering the work of NottsWatch that, by invitation, will nominate a representative to be co-opted onto the Management Committee, subject to all the relevant Clauses of the Constitution.
- (9) The Management Committee shall be responsible for the day-to-day running of NottsWatch.

#### **K. Receipts and expenditure**

- (1) The funds of NottsWatch including all donations, contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of NottsWatch at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two of three nominated members of the Executive Committee.
- (2) The funds belonging to NottsWatch shall be applied only in furthering the NottsWatch objectives.

#### **L. Accounts, Annual Report, Annual Return**

- (1) The Executive Committee shall adopt and comply with the obligations under the Charities Act 2011 (or any statutory re-enactment or modification of that Act) with regard to:
  - (i) The keeping of accounting records for NottsWatch;
  - (ii) The preparation of annual statements of account for NottsWatch and its transmission to the Charities Commission;
  - (iii) The preparation of an Annual Report and its transmission to the Charities Commission;
  - (iv) The preparation of an Annual Return and its transmission to the Charities Commission.
- (2) Accounts must be prepared in accordance with the provisions of any Statement of Recommended Practice issued by the Charities Commission.

### **M. Annual General Meeting**

- (1) Following the inaugural annual general meeting held in the month of February in 2014, there shall be an annual general meeting of NottsWatch in each following year as soon as practicable thereafter.
- (2) Every annual general meeting shall be called by the Executive Committee. The Secretary shall give at least 21 days' notice of the annual general meeting to all the members of NottsWatch by email or through the Alert system. All the members of NottsWatch shall be entitled to attend and vote at the meeting.
- (3) Before any other business is transacted at the first annual general meeting the persons present shall appoint a chairperson of the meeting. Subsequently the Executive Committee Chair will chair General meetings, or in his or her absence the Deputy Chair will preside.
- (4) The Executive Committee shall present to each annual general meeting the report and accounts of NottsWatch for the preceding year.
- (5) All nominations for election to the Executive Committee must be made by members of NottsWatch in writing or by email and must be in the hands of the secretary of the Executive Committee at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by ballot.

### **N. Special General Meetings**

The Executive Committee may call a special general meeting of NottsWatch at any time. If at least twenty members request such a meeting in writing or by email stating the business to be considered the secretary shall call such a meeting. At least 21 days' notice must be given in writing or by email. The notice must state the business to be discussed.

### **O. Procedure at General Meetings**

- (1) The secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of NottsWatch.
- (2) There shall be a quorum when at least twenty members of NottsWatch are present at any general meeting.

### **P. Notices**

Any notice required to be served on any member of NottsWatch shall be in writing or by email and shall be served by the secretary of the Executive Committee on any member either personally, by email or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any letter or email so sent shall be deemed to have been received within 10 days of posting.

### **Q. Amendments to the Constitution**

- (1) Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.
  - (i) No amendment may be made that would have the effect of making the charity cease to be a charity by law.
  - (ii) No amendment can be made to Clause C or R of this Constitution without the prior written approval of the Charity Commission.

- (2) A copy of any resolution amending this Constitution shall be sent to the Commission within twenty one days of it being passed.

#### **R. Dissolution**

- (1) If the Executive Committee decides that it is necessary or advisable to dissolve NottsWatch it shall call a meeting of all members, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Executive Committee shall have power to realise any assets held by or on behalf NottsWatch. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having similar objectives to NottsWatch as the members may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of NottsWatch must be sent to the membership by e-mail or through the Alert system.
- (2) The Executive Committee must notify the Charity Commission promptly that NottsWatch has been dissolved and send a copy of the final accounts to the Charity Commission.