



## **The Constitution of 'The Cambridge Conservation Forum'**

### **1. Name**

1.1. The name of the Forum is 'The Cambridge Conservation Forum'.

### **2. Aims**

2.1. The Cambridge Conservation Forum exists to strengthen links and develop new synergies across the diverse community of conservation practitioners and researchers based in and around Cambridge, working at local, national and international levels in order to promote the conservation of wildlife.

2.2. The Cambridge Conservation Forum endeavours to achieve these aims by:

- 2.2.1. fostering contacts between people in different organisations;
- 2.2.2. broadening awareness of the exceptional pool of local expertise and activities; and
- 2.2.3. encouraging the development of joint initiatives aimed at tackling common problems.

### **3. Governance**

3.1. The Forum has the following governing bodies:

- 3.1.1. the Council; and
- 3.1.2. the Committee.

### **4. Organisational and Individual Membership**

4.1. Organisational Membership is open to:

- 4.1.1. any not-for-profit organisations and institutions, including governmental bodies and universities involved in conservation policy, practice and research;
- 4.1.2. organisations that have a statutory requirement to protect the environment; and
- 4.1.3. 'for profit' organisations whose main objective is the promotion of biodiversity conservation

4.2 Organisational Members can be whole organisations, or departments within organisations. Organisations may have more than one department represented, each as a separate Member Organisation, subject to agreement by the Council.

4.3 Individuals with an active interest in conservation research, policy or advice but who are not in a member organisation may become 'Individual Members' of the Forum.

## **5. Role and Privileges of Member Organisations**

5.1 Member Organisations are organisations in the sense of Sections 4.1 and 4.2 above.

5.2 Member Organisations are expected to strive to achieve the aims of the Forum and to abide by its Constitution.

5.3 Member Organisations are expected to send a delegate to Council meetings if possible. If a delegate cannot attend, apologies are expected.

5.4 Member Organisations are expected to nominate one Representative who will be responsible for communicating news, proposals and matters for discussion between their organisation and the Cambridge Conservation Forum (and see 18).

5.4 Member Organisations have the following privileges:

- 5.1.1. the right of attendance of up to five people at the Council of the Forum;
- 5.1.2. the right to a single vote through an appointed delegate at the Council of the Forum; and
- 5.1.3. the right to become part of a working group as required; and

5.5 Member Organisations may use the name and aims of the Forum to attract not-for-profit funding. Member Organisations are not allowed to make profit for themselves from the use of the name of the Forum except for projects sanctioned by the Council or collaborative projects between Organisational Members and Individual Members. Individual Members can only use the name and aims of the Forum to attract funding if sanctioned by the Council or in collaborative projects with Organisational Members.

## **6. Membership Contributions**

6.1. All Organisational Members with over 5 paid members of staff are expected to contribute to the organisation of at least one CCF activity (of any kind) per year or to have one of their staff members elected to the CCF committee with attendance at 3 Council meetings a year.

6.2. Any fees associated with joining the Cambridge Conservation Forum either as an Organisational Member or as an Individual Member may be fixed by Council on an annual basis and may be paid in cash or in kind.

## **7. Existence and Dissolution**

7.1 The existence of the Forum is not limited in duration.

7.2 If this Forum is dissolved, any assets remaining after payment of all liabilities may only be used for the purposes of the Forum. They are to be given to an

organisation or organisations with purposes and goals that are as similar as possible to those of the Forum.

## **8. Composition of the Council**

8.1 Up to five individuals from a Member Organisation, and any Individual Members, may attend and speak at Council meetings.

## **9. The Function of the Council**

9.1. The function of the Council is to provide a means of discussing the business, Working Groups, events and future direction of the Forum.

9.2. The Council shall ensure that the Committee is acting responsibly in both internal and external affairs of the Forum

9.3. Each Organisational Member can appoint one named delegate and one named reserve delegate to vote at the Council.

## **10. The Powers of the Council**

10.1. The Council is empowered to:

10.1.1. elect the Committee;

10.1.2. appoint Working Groups, as the Council may think fit;

10.1.3. admit new Organisational Members, and Individual Members if appropriate;

10.1.4. confer with Organisational Members on the efficacy or otherwise of their appointed Representative;

10.1.5. approve the annual report of the Auditor, the budget, and the report of the Committee;

10.1.6. change or add to the Constitution;

10.1.7. enact and change Bylaws as necessary;

10.1.8. update the membership categories;

10.1.9. dissolve the Forum and dispose of its assets; and

10.1.10. pass resolutions concerning business that is reserved for the Council by the Constitution, the law, or bylaws.

## **11. Procedures of Meetings**

11.1 The Council will meet as necessary but not less than three times annually on invitation of the Chairman issued in writing or by e-mail at least one month in advance of the meeting to all Organisational Member Representatives and Individual Members. One of the meetings will be the Annual General Meeting during which the statement of accounts is made and, biannually, elections will be held.

11.2 Each Member Organisation has one vote on the Council.

11.3 A quorum of the Council shall exist when at least 8 Member Organisations or 15% of the Organisational Membership at the time are represented by delegates, whichever is the smaller. The Bylaws may contain additional limitations. The Council decides by simple majority vote of the delegates present, except where this Constitution, the law, or the Bylaws determine otherwise.

11.4 Vote in absentia is in principle possible. The Chair can rule out vote in absentia for individual items of business and for specific elections when debate is necessary on a particular issue. In such case it must announce its attention next to the relevant item on the agenda in the invitation to the Council meeting.

11.5 A special meeting of the Council may be called by the Committee at any time. It must also call such meetings when requested in writing or by e-mail by one fifth or more of the Member Organisations. Such a request shall state the purpose of the meeting. Written notice of special meetings including an agenda shall be given at least two weeks in advance.

11.6 Business transacted at any special meeting shall be confined to the purposes stated in the notice, which may specify that Member Organisations not represented at the meeting may vote by e-mail on questions set forth therein. Member Organisations, who are not able to send a delegate to the special meeting, may express their opinion and deliver their vote by e-mail if the Committee has so stated in the invitation

## **12. Composition of the Committee**

12.1. The Committee consists of the following officers Chair, Deputy Chair, Treasurer, Council Secretary, Membership Secretary, Newsletter Editor, Social Secretary and Web Manager.

12.2. Elections to the post of Officers of the Committee will take place every 2 years. Officers will be allowed to occupy the same post for two consecutive periods only.

12.3. Nominations will be made by Organisational Members by invitation 2 months before elections. Individuals may nominate themselves.

12.4. Nominations for the posts of the officers of the Committee will be sent to Organisational Members one month before elections. The Council elects the Committee with each Organisational Member having a single vote through their appointed delegate.

12.5 Any officer may be removed from office by a simple majority vote of the Council.

12.5. No more than two Individual Members may serve on the Committee at any one time. Individual Members who are on the Committee will not have a vote. The exception to this is an Individual Member who is the Chair in the case of a tied vote.

### **13. Function of the Committee**

13.1 The Committee is responsible for the internal and external business of the Forum.

### **14. Empowerment of the Committee**

14.1. The Committee may exercise all the powers of the Forum except those that are explicitly reserved for the Council in the Constitution. Further limitations may be contained in the Bylaws.

14.2. The Committee may at any time fill vacancies occurring in its membership between meetings of the Council. Any member of the Committee appointed to fill a vacancy or new post shall serve only until the next meeting of the Council.

14.3. Any members of the Committee may sign cheques on behalf of the Forum. Two members of the Committee must sign each cheque.

### **15. Roles of the Officers of the Committee**

15.1 The Chair shall chair meetings of the Council and will have a casting vote in the event of a tied vote. The Chair shall be the nominal head of the Forum.

15.2 The Deputy Chair shall chair Council meetings in the absence of the Chair and assist the Chair in their duties. The Deputy Chair provides the contact point in the Committee for working groups.

15.3 The Council Secretary writes and sends Council meeting agenda and Council meeting minutes to the Representatives of the Member Organisations, and Individual Members. The Council Secretary receives apologies and votes in absentia from Members.

15.4 The Treasurer is responsible for the accounts of the Forum. The Treasurer should provide an annual statement to the Council on the state of the accounts of the Forum.

15.5 The Membership Secretary is responsible for maintaining and seeking to strengthen membership communications with existing and potential Organisational and Individual Members.

15.6 The Newsletter Editor is responsible for organising and editing the content of the monthly newsletter and other interim communications to the membership. The Newsletter Editor and Web Manager are responsible for moderating (and/or appointing additional moderators) online submissions to the Newsletter via the website.

15.7 The Web Manager is responsible for managing the Web Platform and communicating requests for changes to the contract Web Designer,

15.8 The Social Secretary is responsible for organising and managing attendance at CCF social events throughout the year

## **16. Working Groups**

16.1. The Council may appoint working groups, either from the Council or otherwise as needed, in addition to those specifically provided by the Bylaws. Such Working Groups shall have powers, procedures, and duties determined by the Council and limited in the Bylaws.

16.2 Individual working groups shall have the remit of:

16.1.1. organising the regular events and functions of the Forum; or

16.1.2. developing new ideas and strategies for the future of the Forum; or

16.1.3. any other activities as directed by Council within the aims of the CCF.

## **17. Property and Accounts**

17.1 The funds of the Forum, including all donations and contributions shall be paid into accounts in the name of the Forum at such banks as the Committee shall from time to time decide.

17.2 The funds belonging to the Forum, and any interest earned thereon shall be applied only in furthering its purposes.

17.3 The position of Auditor consists of an auditor or one auditing firm. They are elected by the Council for a period of one year. They check the accounting and submit a written report to the Council on the annual budget sheet and the result of their audit.

## **18. Representatives**

18.1 Each Organisational Member shall have a designated Representative and Deputy Representative. Representatives will be sent all information concerned with Council meetings events and the newsletter of the Forum. It shall be the responsibility of the Representative to disseminate all information as required within the Member Organisation. Representatives may attend Council meetings and may be the delegate empowered by their Member organisation to vote.

18.2 Delegates to Council should regularly ensure that their Representatives are operating in accordance with 5.4 and 18.1.

## **19. Bylaws and amendments to the Constitution**

19.1 The Bylaws of the Forum shall be approved by the Council. The Bylaws may be amended, altered or rescinded at any meeting of the Council and without notice.

19.2 Amendments to the Constitution may be proposed by any member of the Council at anytime and may be adopted by a two-thirds vote of the Council delegates present and voting or voting in absentia.

## **20. External Affairs**

20.1 The Committee is responsible for the external affairs of the Forum.

20.2 Responsibility for external affairs, in particular signatory power, can be determined in the Bylaws. If no such determination is made, then the Committee shall determine who is empowered to sign for the Forum.

As agreed by Council on 18th February 2002-02 and as agreed and amended by Council on 24<sup>th</sup> February 2013.

Pamela Abbott  
**Chair**

Dr Roger Mitchell  
**Deputy Chair**