



DRAFT CONSTITUTION
As Recommended by the GACC Committee

1) NAME

The Association shall be known as the Gatwick Area Conservation Campaign ("GACC").

2) AIMS

The aims of GACC are:

- a) To protect and improve the environment in the area affected by Gatwick Airport's operations with particular regard to noise, congestion, air quality and light pollution.
- b) To seek to diminish any wider environmental impact of the operations of the airport, and the activities it facilitates, including climate change impacts.

In order to achieve its aims GACC may:

- c) Consider all potential measures to reduce the adverse effects of the airport's operations and, where applicable, press for the adoption of these measures at Gatwick Airport.
- d) Liaise and work with similar bodies, exchanging information and advice as deemed necessary
- e) Liaise with Members of Parliament and local authorities, as required, so that they are kept fully informed and can provide suitable support
- f) Examine proposed Gatwick Airport developments, extensions and changes to operating practices; to study the likely effect of these on the surrounding district, generally to ensure that full publicity is given in advance of these developments, and to oppose developments which are likely to have adverse impacts on communities around Gatwick Airport or the environment.
- g) Promote, by press reports, pamphlets, public meetings, correspondence with local and national government and any other means, the concerns of people affected by Gatwick Airport's operations and the case for a quiet, clean and acceptable environment.

3) MEMBERSHIP AND SUBSCRIPTIONS

- a) Membership of GACC shall be open to Local Authorities, including Parish Councils, and to associations and individuals who accept the above aims.

- b) Membership shall be in two categories
 - i) Local Authorities, Residents' Associations, environmental groups and similar bodies shall be "Corporate Members".
 - ii) Residents' Associations and similar bodies shall be limited to those that have a published constitution, records of membership or a track record of campaigning on issues relevant to GACC's aims.
 - iii) Individuals shall be "Individual Members".

Membership is conditional on completion and submission of an application form together with the payment of the relevant subscription.

The annual subscription for Corporate Members and for Individual Members shall be proposed annually by the Committee and subject to a vote at the AGM. The Committee may in special circumstances agree to some lesser sum, or to waive subscriptions, at its discretion. The Committee may grant life membership to individuals who have made an exceptional contribution to GACC.

4) MANAGEMENT

- a) The Management of GACC shall be conducted by a Committee.
- b) The Committee shall have not more than 11 members.
- c) A quorum shall be at least half the number of committee members except that if, in the opinion of the Chairman, the business to be decided is urgent, the quorum shall be 4.
- d) In the event of a resignation from the Committee, the Committee may co-opt a replacement until the next Annual General Meeting.
- e) The Chairman and Treasurer shall be elected from among their number by the Committee.
- f) The Committee shall have the power to create other "Officer" roles and assign them among its members.
- g) The Committee shall have the power to appoint paid officers (for example Minute Secretary)
- h) The appointment of Officers shall be notified in advance to all Committee members, who shall be entitled to vote by post or email or in person.
- i) Other matters shall be decided by a vote of those Committee members present at a meeting.
- j) Each member of the Committee (including the Chairman) shall have a vote and in the event of equality of voting, the Chairman shall have an additional casting vote.

- k) Meetings of the Committee shall take place at least four times a year. Meetings may be held face-to-face or by conference or video calls.
- l) The Secretary shall record minutes of decisions and outcomes of discussions at meetings of the Committee and issue the draft minutes promptly to Committee members. Acceptance of the previous meeting's minutes shall be placed on each meeting's agenda before the main business.
- m) The Treasurer shall have control over the finances of GACC and shall be empowered to maintain banking and other accounts in which the funds thereof shall be kept, subject to any controls and procedures agreed by the Committee. Accounts shall be prepared annually before the Annual General Meeting of GACC (and shall be subject to such independent examination as may be required by the Committee before presentation at that Meeting).
- n) The Committee may appoint expert advisors and persons who liaise with other bodies. These persons are not Committee members and do not have a vote, but may participate in committee meetings, offer advice or give reports either in person or in writing.
- o) Members of the Committee shall declare potential conflicts of interest, including financial interests or membership of other relevant organisations. If business is discussed which may be subject to a conflict of interest, the committee member who has the conflict shall withdraw and take no part in relevant deliberations or voting. In determining how to apply this clause, the Chairman's decision shall be final.
- p) Decisions may be made between meetings by email on urgent matters, subject to recording in the minutes of the next meeting. Both the question to be discussed and the decision shall be notified to all committee members.
- q) The Committee may form sub-Committees or working parties to perform specified duties or assign tasks to individuals. Such sub-Committees, working parties or individuals may carry out the specified tasks without continuous supervision by the Committee, subject to review and approval at the next Committee meeting. Sub-committees may include people who are not committee members.

5) GENERAL MEETINGS

- a) An Annual General Meeting of GACC shall be held once in each calendar year, not later than fifteen months after the previous Annual General Meeting, unless the Annual General Meeting is:
 - i) prevented by an event outside the control of the Committee, for example natural disaster, or
 - ii) lacking a quorum.
- b) 20% of the membership (counting each corporate member as one) may request a General Meeting in writing. The Committee must arrange a meeting to take place within

30 days of receiving such a request. The Committee may also call a General Meeting at its own discretion.

- c) 21 days' notice of General Meetings shall be given to Members. An email notification shall be deemed sufficient where an email address is known.
- d) The agenda of any General Meeting shall be sent to members 7 days in advance of the meeting.
- e) All notices associated with General Meetings may be sent by email where an email address is known.
- f) The Annual Accounts shall be presented to each Annual General Meeting.
- g) At each Annual General Meeting all the members of the Committee shall retire and an election for membership of the Committee shall be held.
- h) Candidates for the Committee must be members of GACC. Candidate nominations must be received 7 days in advance of the Annual General meeting and made available at the Annual General Meeting. Each nomination must be accompanied by a statement of not more than 300 words, to include the following:
 - i) Identity
 - ii) Affiliation with other relevant organisations
 - iii) Skills and experience offered that would benefit GACC.
- i) Candidates must be proposed and seconded by GACC members. They must satisfy the Annual General Meeting that they will be willing and able to attend meetings regularly, and to devote a reasonable amount of time to the activities of GACC.
- j) The Annual General Meeting may, at its own discretion, elect a President annually.
- k) The Chairman of General Meetings of GACC shall be the Chairman of the Committee or the President (if any) on the date of the meeting.
- l) All members shall be entitled to attend and vote at General Meetings. Corporate Members shall be represented by a nominated representative whose name must be notified to the Secretary at least seven days in advance of the meeting.
- m) Individual members and the representatives of corporate members will be required to register their presence at a meeting in order to establish their eligibility to vote.
- n) Voting at General Meetings shall be on a show of hands (with each hand counted once) unless a poll is demanded. Either the Chairman, or two Corporate Members or five individual Members shall be entitled to demand a poll. In a poll Corporate Members shall have eleven votes and Individual Members shall have one vote. In the event of equality of votes the Chairman of the Meeting shall have a casting vote and his declaration of the result of a vote on a show of hands or by poll shall be final and

binding. Individual members must vote in person.

- o) 10% of members (either Corporate Members or Individual Members, counting each Corporate Member as 1) shall constitute a quorum at a General Meeting.

6) CODE OF CONDUCT AND GOVERNANCE

- a) The Committee may adopt a code of conduct for the better conduct of business in the Committee. The code shall be adopted by a vote of the Committee.
- b) In the event that any member acts in a way that violates the code of conduct, or is incompatible with the Aims of GACC, or impedes the timely and effective conduct of business, the Committee may remove that member from an office, from the Committee or from membership.
- c) The Committee may, at its own discretion, generate and adopt further governance documents to manage its business in order to address current situations. The Committee shall keep such documents up to date.

7) CHANGES TO THE CONSTITUTION

- a) Changes to the constitution shall be subject to a vote at a General Meeting. Approved changes shall take effect immediately following the meeting.

8) DISSOLUTION AND DISPOSAL OF ASSETS

- a) In the event that GACC is dissolved, the Committee shall submit a motion of dissolution to a vote at a General Meeting. The motion shall state the reasons for dissolution and provide a proposal for disposal of assets.
- b) An asset whose use is constrained by conditions shall be disposed of in accordance with those conditions or returned to the donor. (An example would be a donation given for a specified purpose).
- c) Assets which are not held with conditions shall be distributed to one or more organisations whose objects are compatible with the Aims of GACC, as set out in the constitution.