

# **Constitution of the London Tree Officers Association (LTOA).**

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## **1. Aim of the LTOA**

1.1 The aim of the London Tree Officers Association (LTOA) is to raise awareness and enhance the management of the Urban Forest.

## **2. Objectives of the LTOA**

2.1 In order to fulfil this Aim, the LTOA and Executive Committee will:

- Collect and disseminate information about London's Urban Forest, and factors affecting it;
- Establish a high profile for London's Urban Forest;
- Secure the financial viability of the LTOA;
- Influence legislation and work towards a national strategy for tree management;
- Establish, promote and raise standards of management and best practice;
- Improve the health, increase the extent and guarantee the resilience of London's tree canopy;
- Promote the work of the LTOA and its Members;
- Continuously improve the organisation.

## **3. Definition of Terms**

3.1 For the purposes of this document the following definitions of terms are to be used.

3.2 The London Tree Officers Association (LTOA): The organisation as a whole, to include all Full, Associate, and Student Members, the Executive Committee and the Executive Officer, as well as any non-paying Members as admitted at the discretion of the Executive Committee.

3.3 The Membership: Paying Members of the LTOA, including individual professionals within those Member organisations, and non-paying Members admitted at the discretion of the Executive Committee. Also individuals who have paid subscriptions, including students.

3.4 The Executive Committee (The Executive): The governing body of the organisation, responsible for decisions pertaining to the overall running of the LTOA.

3.5 The Executive Officer: The individual responsible for the management, organisation and administration of the LTOA, amongst other necessary duties.

## **4. Structure & Membership**

4.1 Membership of the LTOA is comprised of Full, Associate, Student and non-paying Members. It is headed by an Executive Committee, the composition, role and responsibilities of which are set out in Section 5.

4.2 Full Membership is open to any London Borough or London Highway Authority who have paid the subscription fee as specified in Appendix A. Full Membership entitles designated individuals in the Member organisation (typically all Tree Officers employed by the Local Authority) to the complete range of benefits outlined in Appendix B, including voting rights in the election of the Executive Committee.

4.3 Associate Membership is open to any non-London Local Authority, contractor, consultant, interested third party organisation or individual who have paid the subscription fee as specified in

Appendix A and have had their detailed application for Membership approved by Executive vote. Associate Membership entitles the Member to the condensed range of benefits outlined in Appendix B. This does not include voting rights in the election of the Executive Committee.

4.4 Student Membership is open to any student in full or part-time education at the time of joining who has paid the subscription fee as specified in Appendix B and has had their detailed application for Membership approved by Executive vote. Student Membership is only open to individuals - rather than organisations - and entitles the Member to the condensed range of benefits outlined in Appendix B. This does not include voting rights in the election of the Executive Committee. Proof of student status is required both at the time of joining and in the event of renewal.

4.5 Non-paying Membership is open to small charities (defined as those that do not employ paid staff) and educational establishments which have had their detailed application for Membership approved by the Executive. Non-paying Members are entitled to the condensed range of benefits outlined in Appendix B. This does not include voting rights in the election of the Executive Committee. Proof of charitable status may be required at the time of joining and in the event of renewal.

## **5. Executive Committee**

5.1 The Executive Committee is comprised of Full LTOA Members who have been elected to their position by the Membership as per the election method detailed in Section 8, and Co-opted and Honorary Members as defined in Section 7.

5.2 The Executive is headed by a Chair, supported by a Vice Chair, elected as per the electoral system detailed in Section 9. The Chair will lead all meetings of the LTOA and Executive, with the Vice Chair deputising if necessary.

5.3 The management, organisation and administrative duties of the Executive will be undertaken by the Executive Officer, appointed to the role after a recruitment procedure appropriate to the task.

5.4 It is the duty of the Executive to ensure that the LTOA fulfils the stated aims and objectives as defined in Section 1 and Section 2.

5.5 The Executive Committee will meet as often as is deemed necessary, but no less than four times per calendar year.

5.6 An Executive Committee Member is expected to attend a minimum of 60% of the Executive meetings held in the calendar year.

5.7 An Executive Committee Member is expected to actively participate in LTOA activities over and above attendance of Executive Meetings.

5.8 The maximum number of individuals on the Executive at any time is twelve, excluding Co-opted and Honorary Members.

5.9 The minimum number of individuals on the Executive at any time is five, excluding Co-opted and Honorary Members. If this lower limit is reached then an Executive Committee election must

be held immediately according as described in Section 8 in order to restore the number of Executive Committee Members to the required levels.

## **6. Executive vote**

6.1 The method of voting at Executive meetings will be a show of hands by those Members present and entitled to vote, unless it is felt by a majority of the Executive that a particular issue is sensitive enough to warrant a closed ballot.

6.2 Only elected Members of the Executive are permitted to vote; these are those Members who have been formally elected by the LTOA Membership and exclude Co-opted Executive Members as defined in Section 7. The Executive Officer is not entitled to vote.

6.3 In order for a decision to be binding, a minimum of five Executive Committee Members (excluding Co-opted Members) must be present at the vote.

6.4 In the event of a tie, the Chair will have the casting vote (or the Vice Chair in the absence of the Chair).

6.5 Under certain circumstances it may be appropriate for voting to be undertaken via email. In such cases the Executive Officer or Chair will submit a question for consideration, and each Executive Member will be given an opportunity to respond within a stated timeframe. At the end of this timeframe the votes will be counted, and provided a minimum of five Executive Members have voted, the decision will be considered binding. If less than five Executive Members have voted then the decision will be postponed.

## **7. Co-opted & Honorary Executive Committee Members**

7.1 Under certain circumstances it may be necessary to co-opt Executive Committee Members into the Executive. A prospective Co-opted Member must be nominated to the Executive by an existing Executive Member, seconded by another existing Executive Member, and the proposal is then to be ratified by an Executive vote.

7.2 Any representative of a Full or Associate LTOA Member organisation qualifies to be considered for a co-opted position on the Executive. Non Members may not be considered for this role.

7.3 Co-opted Executive Members do not have voting rights in Executive votes, although they retain the overall voting rights to which all LTOA Members are entitled.

7.4 Co-opted Executive Members may be invited – in writing – to join the Executive for as long a period as is necessary to complete the specific task for which they have been recruited. The expected length of appointment is to be outlined in the initial invitation.

7.5 No Member may be co-opted onto the Executive within six months of the last election, in order to preserve the integrity of the election.

7.6 In special circumstances it may be appropriate to bestow Honorary Membership of the Executive Committee on an individual; this would usually be associated with length of service or exceptional contribution to the LTOA. Honorary Members are to be listed on the nomination paper for Executive elections and are allowed to vote in Executive votes, but are not necessarily

expected to attend 60% of Executive Meetings or actively participate in the LTOA over and above attendance at Executive Meetings.

## **8. Executive Committee elections**

8.1 Elections to the LTOA Executive Committee will be undertaken once every two years, as close as is practicable to the start of the new financial year (April).

8.2 The Executive Officer will submit a list of nominations to the Membership, who will have a period of 28 days in order to respond confidentially, stating whether or not they endorse each proposed candidate.

8.3 The list of nominations will be made up of the incumbent Executive Committee (assuming none of the Executive Members have stepped down) as well as potential new Executive Members. Potential new Members must be nominated by either another Member - or themselves – in writing to the Executive Officer no less than one week prior to the day that the ballot papers are to be sent to the Membership.

8.4 In order to preserve the integrity and ethos of the Executive, potential new Executive Members who wish to be considered for election must meet certain minimum criteria. They must have been a Full Member of the LTOA for a minimum of twelve months prior to the election, and must also have demonstrated previous commitment to the work of the LTOA.

8.5 Full Members of the LTOA are to vote on a one Member, one vote basis. For example, a Tree Section with three Tree Officers is entitled to three individual votes. In order for an individual to qualify for a vote, that individual must be actively engaged in managing London's Urban Forest.

8.6 Associate, Student and Non-paying Members of the LTOA are not entitled to vote in Executive Committee elections.

8.7 In order for the election to be valid, a minimum of 51% of the eligible voting Membership must participate by voting. If less than 51% of the eligible voting Membership participate then the results are declared void and the Executive Officer must resubmit a list of candidates a second time.

8.8 In order for the list of nominations to be ratified and the Executive to be appointed, a minimum of 51% of the Membership who participated must have voted within the 28 day election timeframe to endorse the list of nominations. If less than 51% of the voting Membership have endorsed the list of nominations by the close of the 28 day period then the results are declared void and the Executive Officer must resubmit a list of candidates a second time

8.9 Upon the successful completion of the election, the results must be communicated to the Membership as soon as is reasonably practicable.

8.10 Members of the Executive are entitled to vote in the Executive elections, for all candidates including themselves.

## **9. Election of the Chair and Vice Chair**

9.1 Nominations for Chair and Vice Chair are made from within the Executive, by the Executive, prior to the election. The proposed Chair and Vice Chair are listed as such on the ballot paper for ratification by the Membership.

9.2 The term of office for Chair and Vice Chair is two years, running between elections.

9.3 There is no limit to the total number of terms which a Chair or Vice Chair may serve in the same role. However, they may not serve more than one term in the same position consecutively.

9.4 If the Chair should step down between elections, the Vice Chair will assume the role on an interim basis. If less than a year has passed since the last election then the appointment of the new Chair must be ratified by the Membership as soon as is reasonably practicable. If more than a year has passed since the last election then the Vice Chair will occupy the position until the time of the next election.

9.5 If the Vice Chair should step down or assume the role of Chair between elections, then a replacement is to be nominated from within the Executive. The new Vice Chair will occupy this position until the next election, regardless of how much time has elapsed since the last election.

9.6 Having been a Chair or Vice Chair in the past is no barrier to a Member continuing to serve on the Executive once their term of office has elapsed.

## **10. Working Parties**

10.1 Working Parties are to be formed by the Executive as and when necessary. Any Member may propose the formation of a Working Party to the Executive Officer for consideration at the next Executive meeting.

10.2 Working Parties will be made up of LTOA Members who have expressed an interest in the subject and are prepared to commit to a reasonable number of meetings. Each Working Party will be comprised of as many Members as if felt necessary for the task in hand.

10.3 Each Working Party will include either the Executive Officer or a minimum of one Member of the Executive Committee, who is tasked with reporting progress back to the Executive. Working Parties will also require a Chair, to be nominated at the first meeting of the group.

10.4 The lifespan of a Working Party and frequency of meetings is to be determined according to the needs of the Working Party. Some may be formed for the resolution of a particular issue of the production of a specific document; others may be formed with an indefinite lifespan.

10.5 Any documentation or output produced by a Working Party is to be reviewed and ratified by the Executive Committee prior to publication.

10.6 In order to cover the costs of publishing a document, sponsorship may be needed. Potential sponsors will be approached by the Executive Officer and funding agreed as appropriate. Sponsors will receive benefits as outlined in Appendix C.

10.7 In cases where a Working Party is to be restarted after a period of dormancy of more than twelve months, it is considered best practice for the Executive Officer to invite former Members of that Working Party to join the reinstated Working Party, where appropriate.

## **11. Public Relations & Communications Group**

11.1 The Public Relations & Communications Group (the PR Group) deals with all aspects of public relations and communications for the LTOA, including vetting all press releases and statements issued by the LTOA as well as being responsible for monitoring and updating the LTOA website.

11.2 Membership and organisation of the PR Group is based on the same principles as that of a standard Working Party as detailed in Section 10.

11.3 The PR group may only be disbanded by Executive vote.

11.4 It is best practice for all articles, press releases and statements from the LTOA to be referred to both the Executive and the PR Group prior to publication. Under certain circumstances this may not be reasonably practicable, but at the very least authorisation for publication must be given in writing by the Chair or Vice Chair of the Executive. This does not include television or radio interviews, which in all likelihood will need to be undertaken quickly and with no consultation.

11.5 The LTOA Website and Forum is to be monitored and administered by the PR Group and the Executive Officer, with additional external IT support where necessary and as agreed with the Executive.

## **12. Annual General Meetings**

12.1 An Annual General Meeting (AGM) of the LTOA will be held annually, to which representatives of all Full Members will be invited. A limit of two representatives per organisation will be permitted to attend, and places will be allocated on a first come, first served basis in the event of over-subscription.

12.2 The AGM agenda will be circulated to the Membership as early as is practicably possible prior to the event. This is likely to be via email and through the website and will include any matters to be determined by a general vote of the Membership.

12.3 Voting at an AGM is to be undertaken via a show of hands. In order for a decision to be binding it must be supported by a majority of the Membership present at the event.

12.4 Members wishing to have specific items included in the AGM agenda are to inform the Executive Officer no later than 14 days prior to the meeting.

12.5 A record of attendance will be kept at each AGM.

12.6 Under certain circumstances it may be necessary for representatives of the press or general public to be present at an AGM. Whether or not this is to be permitted will be determined by Executive vote.

12.7 If any Member has a direct interest - over and above what is to be reasonably expected, pecuniary or otherwise – in an item being voted on in an AGM, then that Member is to inform the Executive Officer prior to the vote being taken.

12.8 A venue for an AGM will be organised by the Executive Officer, according to the principles of value for money and accessibility for the Membership.

### **13. Seminars**

13.1 The LTOA will hold no less than four Seminars per year. These Seminars will cover topics felt to be appropriate to the organisation, and will be free for the Membership as per the benefits listed in Appendix B.

13.2 Provided that the Seminars are not over-subscribed with Members, non-members will be permitted to attend. The costs of securing places for non-Members (or for additional places for representatives from Member organisations over and above the permitted numbers) are detailed in Appendix A.

13.3 The agenda for the Seminar will be circulated to the Membership as early as is practicably possible prior to the event. This is likely to be via email and through the website.

13.4 A record of attendance will be kept at each Seminar.

13.5 Under certain circumstances it may be necessary for representatives of the press to be present at a Seminar. Whether or not this is to be permitted will be determined by Executive vote.

13.6 Venues for Seminars will be organised by the Executive Officer, according to the principles of value for money and accessibility to the Membership.

13.7 In order to cover the costs of holding a Seminar, sponsorship may be needed. Potential Sponsors will be approached by the Executive Officer and funding agreed as appropriate. Sponsors will receive benefits as outlined in Appendix C.

13.8 All Sponsors are to be ratified by Executive vote prior to any sponsorship agreement being made. To be considered as a potential Sponsor it is expected that the business/organisation acts in accordance with the Aims and Objectives of the LTOA.

### **14. Finance and Host Authority**

14.1 The finances of the LTOA are to be managed through a nominated Host Authority. All details pertaining to finances and to the Host Authority can be found in Appendix D.

### **15. Constitutional Amendments**

15.1 Proposed amendments to the LTOA Constitution are subject to a 28 day consultation period. The Membership is to be informed that a change is proposed, and are entitled to make representations to the Executive Officer during the consultation period.

15.2 At the end of the consultation period, the proposed changes – with any necessary amendments – need to be ratified via a Constitutional Amendment Referendum by the Membership eligible to vote, i.e. Full Members of the LTOA.

15.3 A minimum of 51% of the eligible voting Membership must participate in the Constitutional Amendment Referendum. If less than 51% of the eligible voting Membership participate then the Referendum is declared void.

15.4 A minimum of 51% of the Membership who participate in the Referendum must vote to support the proposed amendments in order for them to take effect. If less than 51% of the Membership who participate in the Referendum vote to support the proposed amendments then the proposals are considered to have been rejected.

15.5 Once ratification has taken place, all changes will be communicated to the Membership as soon as is reasonably practicable.

15.6 Amendments to the Appendices of the Constitution do not require a consultation period and are to be determined by Executive vote alone.

## **16. Code of Conduct**

16.1 Any Member operating on behalf of or in the name of the LTOA is expected to uphold the standards of the LTOA (as indicated by the Code of Conduct in Appendix E) and ensure that the reputation of the organisation is maintained.

## **17. Annual Report**

17.1 The Executive Officer and Executive Committee are responsible for the production of an Annual Report. This Report will contain information pertinent to the operation and finances of the LTOA, and will be distributed to the Membership as well as being made publically available.

## **18. Dissolution of the LTOA**

18.1 The LTOA may only be dissolved as an organisation by majority vote at a meeting held specifically for the purpose of dissolving the organisation. Such a meeting may only be called by Executive vote, or by the Executive Officer receiving a written request signed by 51% of the eligible voting Membership.

18.2 The LTOA shall be dissolved if, at a dissolution meeting as defined in 18.1 (above), 51% of the eligible voters present at the meeting vote in favour of the proposal. In the event of dissolution, the Host Authority will settle any outstanding accounts and will distribute any excess funds amongst the Membership in proportion to the subscription paid.

18.3 Should the LTOA be in deficit at the time of dissolution, then the deficit will be borne by the Full Members of the LTOA in proportion to the subscriptions paid.

## **Appendices**

Appendix A: Membership and Seminar cost breakdown

Appendix B: Benefits of Membership

Appendix C: Benefits of Sponsorship

Appendix D: Finance and Host Authority details

Appendix E: Code of Conduct