

BERKSHIRE LOCAL NATURE PARTNERSHIP CONSTITUTION

1. **Name:** The name of the association is the Berkshire Local Nature Partnership (LNP).
2. Subject to the matters set out below the LNP and its property shall be administered and managed in accordance with this constitution by the members of the Executive Board, constituted by clause 7 of this constitution.
3. The Berkshire LNP will involve key stakeholders across Berkshire providing access to expert knowledge and cross-sector input and co-ordinating efforts in order to maximise gains and efficiencies for biodiversity. The LNP will work towards achieving agreed objectives that will deliver positive, strategic benefits for Berkshire's community, businesses and the natural environment. This will be undertaken for example by engaging with strategic planning processes across Berkshire.
4. **The LNP's objective is to:**

- **Promote the conservation & enhancement of Berkshire biodiversity by (in no order of priority or importance):**

- **Identifying and embedding local ecological networks**

Berkshire is a relatively highly-urbanised county where wildlife habitats have become fragmented. However, it retains a significant resource of important habitats, including large areas of lowland heath, and local partners are enthusiastic about developing a resilient and coherent ecological network across the county and into neighbouring counties, which would be important at a national and international level. The Berkshire LNP will actively engage with Local Planning Authorities, landowners, agencies and funders in the development of this network, utilising the existing Biodiversity Opportunity Areas along with statutory and non-statutory wildlife sites to focus restoration efforts and the creation of ecological stepping stones and corridors.

As identified in the England Biodiversity Strategy 2020 and the Natural Environment White Paper, well designed ecological networks will provide multiple benefits for people.

- **Helping to achieve a better range of outcomes through sustainable land management**

The Berkshire LNP will work with a range of organisations, including statutory agencies, major landowners and NGOs to develop opportunities to achieve multiple benefits from the good management of land. The LNP would seek to explore and develop opportunities for 'payments for ecosystem services' approaches and to enhance the effectiveness of existing agri-environment schemes, working at a strategic level with Natural England.

- **Promoting the maintenance and enhancement of green infrastructure**

The Berkshire LNP will support and encourage local authorities to develop, improve and deliver green infrastructure through strategic plans or specific green infrastructure plans. Particular emphasis will be given to drawing out linkages between unitary authority areas and neighbouring LNP areas in order to develop infrastructure that is coherent across the county and beyond.

Close links will be forged with Green Space South East to ensure that best practice is made available to the unitary authorities.

- **Helping to maintain the intrinsic character and beauty of the countryside:**

The Partnership would seek to learn from the successes of the North Wessex Downs AONB and to work across boundary of the AONB in terms of both ecosystems and the services they provide. The LNP will promote the key characteristics of the four National Character Areas (NCA) which make up the county:

- Berkshire and Marlborough Downs NCA
- Thames Basin Heaths NCA
- Thames Valley NCA
- Chilterns NCA

- **Working with other local initiatives and plans on flooding and water quality**

The Berkshire LNP will work closely with the Environment Agency and Lead Local Flood Authorities and take Catchment Flood Management Plans and Surface Water Management Plans into account when developing visions, in order to ensure that multiple benefits can be planned and achieved. The LNP will also work with the Environment Agency and its partners to secure the objectives of the Water Framework Directive to achieve good ecological quality in the county's surface waters and good status for its groundwaters.

- **Contribute to efforts to protect and improve public access to the countryside, nature and green space**

The Berkshire LNP will work with the Local Access Forums and other access stakeholders and LNPs to explore local access priorities and integrate them into the Partnership's vision. This issue will be of critical importance in a county with a significant urban population.

- **Helping to promote interest in, and uptake of, biodiversity offsetting**

The Partnership will engage with and influence local authorities to promote the concept of biodiversity offsetting where it can achieve substantive nature conservation outcomes and its incorporation into planning processes in Berkshire. The LNP will work closely with landowners, land managers and TVERC, who will be developing their work to identify opportunities for areas of potential for opportunity to restore or re-create habitats across Berkshire through biodiversity offsetting. These areas will be informed by existing strategies, such as those for Green Infrastructure, and Biodiversity Opportunity Areas. The key role for the Partnership will be to ensure that biodiversity offsetting produces benefits which are well-targeted and maximised.

- **Promoting green economic growth:**

The Berkshire LNP will do this by:

- Working collaboratively with the Thames Valley Berkshire Local Enterprise Partnership.
- Engaging with local businesses directly on issues such as the benefits of and payments for ecosystem services; biodiversity offsetting and community engagement.
- Engaging with the LEP & other partnerships in Berkshire to offer a strategic view of the natural environment challenges and opportunities in their area and seeking to align funding with LNP priorities.

- **Contributing to quality of life and local health and wellbeing:**

The Berkshire LNP will work closely with Health and Wellbeing Boards to:

- Raise awareness of the value of public access to the natural environment and green spaces in the

- prevention and treatment of mental and physical health problems
- Contribute to shaping the priorities in ‘joint health and wellbeing strategies’
 - Incorporate the value of the natural environment to people’s health and wellbeing in ‘joint strategic needs assessments’.
 - Contribute to local delivery of Public Health Outcomes Frameworks

○ **Working with other initiatives and partnerships**

The Berkshire LNP will develop a good overview of the range of activity and identify how they can add value in a collaborative way and avoid duplication of effort. Some of the key local initiatives and partnerships that work will be developed with will include for example:-

Local Access Forums - Bracknell Forest Local Access Forum, Mid & West Berks Local Access Forum, Slough Local Access Forum, RB Windsor & Maidenhead Local Access Forum.

Parish Councils, Community Groups and Residents – The LNP will work with Parish Councils and other community groups to help them incorporate biodiversity objectives into their plans and projects.

Biodiversity offsetting – see above

Climate Change Partnerships – The LNP will work in partnership with for example, Climate Berkshire (the Climate Change Partnership for Berkshire) and The Reading Climate Change Partnership.

5 **Structure**

The LNP shall be structured as follows:-

There shall be an Executive Board as described in Section 7 below. This Board will be advised by a Steering Group as described in Section 9 below. The Steering Group may establish Working Groups to advise it on any particular issue. Beneath the Steering Group will be the wider Partnership as described in Section 6(a) below. The Board and Steering Group will report annually to the wider Partnership.

6 **LNP Powers:**

In furtherance of the objectives but not otherwise the LNP may exercise the following powers;

- (a) power to raise funds and to invite and receive contributions provided that in raising funds the LNP shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of law;
- (b) power to buy, take on lease or exchange any property necessary for the achievement of the objectives and to maintain and equip it for use;
- (c) power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Partnership;
- (d) power to co-operate with other voluntary bodies, charities and statutory authorities operating in furtherance of the objectives or of similar purposes and to exchange information and advice with them;
- (e) power to establish or support any associations, charitable trusts or institutions formed for all or any of the objectives;
- (f) power to appoint and constitute such Working Groups as the Executive Board or Steering Group may think fit;
- (g) power to do all such other lawful things as is necessary for the achievement of the objectives.

7 Membership:

- (a) Membership of the wider Partnership shall be open to individuals over the age of 16 years and any body representing a corporate or unincorporated association [any such body being called in this constitution a 'member organisation'] who are interested in furthering the work of the LNP and who have applied and been elected by a majority of the Executive Board and who have paid any annual subscription laid down from time to time by the Executive Board.
- (b) Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of the LNP and may appoint an alternative to replace its appointed representative at any meeting of the LNP if the appointed representative is unable to attend.
- (c) Every member and member organisation shall have one vote at a Partnership meeting. Any item that is passed by a majority of those present must be considered by the Steering Group.
- (d) The Executive Board may by majority vote terminate the membership of any individual or member organisation, where the actions of that individual or member organisation, in the opinion of the Executive Board, would bring the LNP into disrepute or do not fall within the spirit of this constitution. The individual or member organisation concerned shall have the right to be heard by the Executive Board, accompanied by a friend, before a final decision is made.

8. Executive Board:

- (a) The Executive Board is responsible for attracting resources to achieve the Partnerships' objective and brokering joint working across all sectors represented in the Partnership. The Board will also be responsible for promoting the objectives of the LNP as well as approving all LNP Strategies & Projects.
- (b) The Executive Board shall consist of 8 individuals who shall each represent one of the following sectors:
 - Education (1)
 - Health (1)
 - Local Authorities (1)
 - Business (1)
 - Landowners (1)
 - Nature Conservation (3)

The eight Board members will elect two of their number to be Chairman and vice Chairman. Board members will hold office for a period of 4 years after which they may be re-appointed. The Steering Group will make recommendations to the Board about who should be appointed.

- (c) The Executive Board may co-opt replacement members and up to 2 additional members. Each appointment of a co-opted member shall be made at a meeting of the Executive Board and shall take effect from the start of the meeting unless the appointment is to fill a place that has not yet been vacated in which case the appointment shall run from the date when the post becomes vacant.
- (d) The proceedings of the Executive Board shall not be invalidated by any vacancy among their numbers or by any failure to appoint or any defect in the appointment or qualification of a member.
- (e) A member of the Executive Board shall cease to hold office if he or she;

- (i) Disrupts the workings of the LNP or damages the reputation of the LNP in the view of the Chairman of the Executive and the Chairman of the Steering Group.
 - (ii) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs.
 - (iii) is absent without permission of the Executive Board from all their meetings held within a period of one year and the Executive Board shall resolve that his or her office be vacated; or
 - (iv) notifies to the Executive Board a wish to resign.
- (f) Any notice required to be served on any member shall be in writing and shall be served by the Executive Board either personally or by post and any letter posted will be deemed to have been received within 10 days of posting.
 - (g) No member of the Executive Board shall acquire any interest in property belonging to the LNP [other than as a trustee of the LNP] or receive remuneration or be interested [other than as a member of the Executive Board] in any contract entered into by the Executive Board.
 - (h) The Executive Board will be advised by the Steering Group and can invite the Chairman of the Steering Group to be a non voting member of the Board.

9. Executive Board Meetings:

- (a) The Executive Board shall hold at least two meetings each year. A special meeting may be called at any time by the Chairman or any two members of the Executive Board upon not less than 4 days notice being given to the other members of the Executive Board of the matters to be discussed but if the matters include an appointment of a co-opted member not less than 21 days notice must be given.
- (b) The Chairman or Vice Chairman shall act as chairman at meetings of the Executive Board. If the Chairman or Vice Chairman is absent from any meeting, the members of the Executive Board present shall choose one of their number to be chairman of the meeting before any other business is transacted.
- (c) An Executive Board meeting shall be quorate if at least 5 of the main Board members (not including co-opted members) are present.
- (d) Every matter shall be determined by a majority of the votes of the Executive Board, the Chairman holding a casting vote where necessary.
- (e) The Executive Board shall keep minutes of their meetings and those of any Working Group.
- (f) The Executive Board may make and alter rules for the conduct of their business. No rule may be made which is inconsistent with this constitution.
- (g) The Executive Board may request the Steering Group to set up working groups.
- (h) The Executive Board shall cause the title to all lands and investments held by the LNP to be administered by responsible trustees or corporations.

10. Steering Group

- (a) The Steering Group is responsible for producing Strategies and promoting the delivery of Projects to meet the objectives of the LNP in consultation with the wider Partnership.
- (b) The Steering Group shall consist of 14 individuals who shall represent one of the following sectors:
 - Education (1)
 - Health (1)

- Local Authorities (6)
- Business (1)
- Landowners (1)
- Nature Conservation (4)

The Steering Group will elect two of their number to be Chairman and vice Chairman. Steering Group members will hold office for a period of 4 years after which they may be re- appointed. The Wider Partnership can make recommendations to the Steering Group about who should be appointed.

- (c) The Steering Group may co-opt replacement members and up to 3 additional members. Each appointment of a co-opted member shall be made at a meeting of the Steering Group and shall take effect from the start of the meeting unless the appointment is to fill a place that has not yet been vacated in which case the appointment shall run from the date when the post becomes vacant.
- (d) The proceedings of the Steering Group shall not be invalidated by any vacancy among their numbers or by any failure to appoint or any defect in the appointment or qualification of a member.
- (e) A member of the Steering Group shall cease to hold office if he or she;
 - (i) Disrupts the workings of the LNP or damages the reputation of the LNP in the view of the Chairman of the Executive and the Chairman of the Steering Group.
 - (ii) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs.
 - (iii) is absent without permission of the Steering Group from all their meetings held within a period of one year and the Steering Group shall resolve that his or her office be vacated; or
 - (iv) notifies to the Steering Group of a wish to resign.
- (f) Any notice required to be served on any member shall be in writing and shall be served by the Steering Group either personally or by post and any letter posted will be deemed to have been received within 10 days of posting.
- (g) No member of the Steering Group shall acquire any interest in property belonging to the LNP [other than as a trustee of the LNP] or receive remuneration or be interested [other than as a member of the Steering Group] in any contract entered into by the Steering Group.
- (h) The Steering Group will be advised by a wider Partnership.
- (i) The Steering Group has the power to employ or contract such staff as are necessary for the proper pursuit of the objectives.

11. Steering Group Meetings:

- (a) The Steering Group shall hold at least four meetings each year. A special meeting may be called at any time by the Chairman or any two members of the Steering Group upon not less than 7 days notice being given to the other members of the Steering Group of the matters to be discussed but if the matters include an appointment of a co-opted member not less than 21 days notice must be given.
- (b) The Chairman or Vice Chairman shall act as chairman at meetings of the Steering Group. If the Chairman or Vice Chairman is absent from any meeting, the members of the Steering Group present shall choose one of their number to be chairman of the meeting before any other business is transacted.

- (c) A Steering Group meeting shall be quorate if at least 7 of the Steering Group members (not including co-opted members) are present.
- (d) Every matter shall be determined by a majority of the votes of the Steering Group, the Chairman holding a casting vote where necessary.
- (e) The Steering Group shall keep minutes of their meetings and those of any Working Group.
- (f) The Steering Group may make and alter rules for the conduct of their business. No rule may be made which is inconsistent with this constitution.
- (g) The Steering Group may appoint Working Groups, which remain under their authority and which must report promptly all their actions and proceedings.
- (h) The Steering Group shall cause the title to all lands and investments held by the LNP to be administered by responsible trustees or corporations.

12. Wider Partnership

The Steering Group will ensure that the wider Partnership meets at least twice a year, one of which will be a conference and the other an AGM to receive reports from the Executive Board and Steering Group and to discuss matters arising and to raise new issues that the Partnership considers should be considered by the Executive Board and Steering Group.

13. Banking

- (a) The details of the LNP's banking will be detailed in the Financial Strategy.
- (b) The funds of the LNP shall be applied only in furthering the objectives.

14. Accounts:

The Executive Board shall;

- (a) keep accounting records for the LNP;
- (b) prepare annual statements of account for the LNP AGM;
- (c) arrange for the auditing or independent examination of the statements of account for the LNP.

15. AGM:

- (a) There shall be an annual general meeting of the LNP which shall be held in the month of May in each year or as soon as practicable thereafter.
- (b) Every annual general meeting shall be called by the Executive Board. The Board shall give at least 21 days notice of the meeting to all members of the LNP.
- (c) Before any other business the members of the LNP present at the annual general meeting have the right to vote for a chairman of that meeting other than the chairman of the Executive Board.
- (d) The Executive Board shall present to the annual general meeting the report and accounts of the LNP for the preceding year.
- (e) The Executive Board or other person specially appointed shall keep a full record of proceedings at every Annual General Meeting.

(f) There shall be a quorum when at least 12 members are present at any Annual General Meeting.

16. Special General Meetings:

The Executive Board may call a special general meeting of the LNP at any time. If at least 12 members request such a meeting in writing stating the business to be considered, the Board shall call such a meeting. At least 21 days notice must be given. The notice must state the business to be discussed.

17. Constitution:

The Constitution shall be reviewed every 5 years. The Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at an annual general meeting. The notice of the meeting must include notice of the resolution, setting out the terms of the alteration proposed.

18. Dissolution:

If the Executive Board decides that it is necessary or desirable to dissolve the LNP it shall call a special general meeting of all members, giving not less than 21 days notice. If the proposal is accepted by a two thirds majority of those members present and voting, the Executive Board shall have the power to realise any assets held by or on behalf of the LNP. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other institution or institutions having objectives similar to the objectives of the LNP as the members of the LNP may determine or failing that shall be applied for some other similar purpose.

19. Liability:

The LNP and its Executive Board will not accept liability for any injury to members or guests or loss or damage to members' or guests' property or the actions of members or guests occurring during LNP activities, however the injury, damage or action was caused.

This Constitution is adopted on the date mentioned below by the persons whose signatures appear at the bottom of this document.

Chairman of the Executive Board

Chairman of the Steering Group

Date: