



Constitution of the WD Forum LBG

1. Name

The organisation shall be known as the “Women’s Development Forum”, “WDF” or the “Forum”.

2. Overview and Objectives

- 2.1. The Forum is a not-for-profit networking and development group who organise meetings throughout the year with the aim of enhancing gender diversity in civil, business and political life.
- 2.2. The main aims of the Forum are –
 - 2.2.1. To support women to reach greater career fulfilment, whether that is through reaching senior leadership positions in corporations, running their own businesses or generally in their working lives.
 - 2.2.2. To provide training and development for women in the Channel Islands
 - 2.2.3. To help unlock female potential.
 - 2.2.4. To provide members with the opportunity to build strong network connections.
 - 2.2.5. To create opportunities to provide mentoring for other members.
 - 2.2.6. To engender a supportive, community atmosphere, “where women help women”.
- 2.3. The Forum meets at intervals throughout the year in both Guernsey and Jersey (avoiding whenever possible the school holidays). WDF meetings will usually be over the lunch period from 12.00pm – 2.00pm, or in the evening from 6.00pm – 8.00pm at venues to be decided throughout the year.
 - 2.3.1 WDF may also offer other training and development products, including but not limited to, ½ day skills workshops and the Women’s Leadership Forum. These products are offered to both Members and Non-Members, with members benefitting from a discounted price.

3. Membership Criteria

3.1 Membership is open to people of all genders within the Bailiwick of Guernsey and Jersey, whether or not in current employment.

4. Subscription and membership

- 4.1. Every member of the Forum shall pay the subscription on admission to membership.
- 4.2. The subscription for membership to the Forum is an annual fee, as set out on the website www.wdforum.org as determined from time to time by the Board.
 - 4.2.1. Membership fees cover admission to a number of meetings, as set out on the membership form, for the membership year which runs from September to July.
 - 4.2.2. Corporate membership deals are available whereby a block of meeting places may be purchased at a discounted rate.
 - 4.2.3. Members may purchase additional meeting places at the same rate as space allows.
 - 4.2.4. Priority for places at meetings will be given to Forum members ahead of Non-Members, see 4.3.
 - 4.2.5. Corporate membership places are interchangeable amongst staff members. Places may be allocated to a maximum number of attendees per corporate membership at any one meeting, as set out on the website.
 - 4.2.6. All places to attend meetings must be booked in advance through Eventbrite. Places will be allocated on a first come, first served basis and will be limited to a maximum number as determined by the venue capacity or the Administration and Membership committee.
 - 4.2.7. Members may cancel their attendance by telephone or email, up to 24 hours prior to a meeting. No-refunds or credit will be given for places cancelled after this time or for non-attendance.
 - 4.2.8. Members may not carry forward any unused meeting places to the following year.
 - 4.2.9. Members may cancel their membership at any time by email to admin@wdforum.org but membership fees are not refundable. For individual and corporate members whose membership is paid by the employer, membership is deemed to belong to the employer if the member leaves part way through a membership year.
- 4.3. If space is available, Non-Members may attend meetings at a cost as set out on the website as determined from time to time by the Board.
 - 4.3.1. All places at WDF meetings must be booked through Eventbrite.
 - 4.3.2. No refund of fees will be offered to Non-Members for non-attendance or cancellation within one week of meetings.



4.3.3. Non-members who cancel giving at least one week's notice will be offered a credit to attend a future meeting.

4.4. Johansen & Co. Ltd and other providers, as selected by the Board, may offer additional products and services to Forum members from time to time at preferential or market rates.

5. Founder

5.1. The Women's Development Forum was founded in 2009 by Michelle Johansen, Professional Certified Coach. Michelle organises, designs and facilitates WDF meetings and is remunerated for her services at such fees as agreed by the Board in line with a Service Level Agreement which is in place between WDF and Johansen & Co Ltd. Michelle is a director of the company but will not have a vote in any fee negotiations in relation to the provision of her services.

5.2. Kirstie Trudgeon is the administrator for the Forum and is remunerated for her services at such fees as agreed by the Board in line with a Consultancy Services Contract. Kirstie is entitled to a place on the Steering Committee.

6. The Board

6.1 The Board shall consist of the Forum's Founder and appointed directors

6.2 The Board has overall responsibility for the running of the Forum and may form Committees for the purpose of delegating certain duties and responsibilities

6.3 The Board shall meet as regularly as required to discuss the affairs of the Forum at such time and at such place as decided between the directors.

6.4 At least 7 days' notice of a Board Meeting shall be given to every Director.

6.5 The quorum for Board Meetings may be fixed from time to time by the board, but it must never be less than two directors and unless otherwise fixed is two.

6.6 A quorum of two directors, excluding the Founder, will be required to vote on any fees payable to Johansen & Co Ltd.

7. Board Committees

7.1 The Committees include, but are not limited to: -

- Steering Committee
- Administration and Membership Committee
- Finance Committee
- Event Design and Sponsorship Committee
- PR and Marketing Committee
- WDF Jersey Committee

7.4. The Committees shall meet as regularly as required to discuss the affairs of the Forum at such time and at such place as decided between the members.

7.5 The governance of the Committees will be set out in their Terms of Reference.

7.6 Notes of Committee meetings and any actions arising will be recorded by a member nominated by the Committee.

7.7 The Committees will be required to prepare reports for discussion at board meetings, no later than 1 week ahead of the convened board meeting.

7.8. The Steering Committee shall consist of the Board of Directors and members of all other Committees.

7.9. The Steering Committee shall be elected in accordance with clause 12.

8. Sponsors

8.1. The Forum will also raise revenue through financial sponsorship from companies within the Channel Islands.

8.2. Sponsorship terms are set out annually in the Sponsorship Offering document and in Sponsorship Agreements between the contracting parties.

8.3. Sponsors will be requested to provide a logo for use on the Forum's website and marketing literature.

8.4. Sponsors will be provided an opportunity to display their branding and marketing literature either solely or jointly at a minimum of one Forum meeting during the year, as decided from time to time by the Board.

9. Annual General Meeting ("AGM")

9.1. The AGM must be convened by notice either by posting details on the Forum's website or by e-mail to all registered members.

9.2. The AGM will be held during a set month each year as decided by the Board



9.3. Members may propose an item of special business at a General Meeting if seconded by a minimum of 21 members with at least 21 days' notice to the Secretary.

10. Conduct of AGM

- 10.1. The quorum for an AGM may be fixed from time to time by a decision of the Board, but it must never be less than three members, and unless otherwise fixed it is three.
- 10.2. At an AGM, unless a quorum is participating, no proposal is to be decided on, except to adjourn the meeting until a future date.
- 10.3. The Forum Founder may act as Chairman, if duly elected by the members.
- 10.4. In the event of any vote, the manner of the vote and its declaration are the sole responsibility of the meeting's Chairman.
- 10.5. The Chairman and the Treasurer must present brief reports.
- 10.6. Notes of the meeting and any actions arising will be recorded by the Secretary or in her absence by a member nominated by the members.
- 10.7. Any member may raise any matter, subject at all times to the decision of the Chairman and clause 9.3.

11. Retirement of Members

- 11.1. At each AGM all members of the Committees shall retire.
- 11.2. Retiring members are eligible for re-election.
- 11.3. The Chairman, Vice-chairman, Secretary and Treasurer shall each separately have a maximum of nine years in office, subject to being re-instated each year at the AGM, after which they will not be eligible for re-election until one year has passed from the date on which they retired from the Board or Committee.
- 11.4. The maximum duration any ordinary member may serve the Forum is nine years.

12. Nominations for Committees

- 12.1. Nominations for the Committees must be in writing and reach the Administrator not less than seven days before the AGM.
- 12.2. Each nomination must be made by at least two members and the member nominated must have agreed to stand.
- 12.3. Retiring members of the Committees have automatic nomination should they wish to continue their post provided it is in accordance with clause 11.3.
- 12.4. Nominations shall be for either a named position as an officer (Chairman, Administrator, Secretary or Treasurer) or as one of the ordinary members on the Committees.
- 12.5. At each AGM the Chairman must state to the meeting the names of the retiring members of the Committee who wish to offer themselves for re-election and the names of the person(s) nominated to stand for election to the Committee.
- 12.6. Each Committee position shall be decided by a majority of those present, subject to clause 10.4.
- 12.7. If there are no nominations, then the retiring members who have offered themselves for re-election will automatically be declared as re-elected. If such retiring member is standing down in accordance with clause 11.1 then the meeting may decide in accordance with clause 11.4 to waive the restrictions on such individual to stand down.
- 12.8. The Committee may designate tasks to non-members during the course of the year as they see fit. Such non-members shall be entitled to attend Committee meetings as the Committee sees fit.
- 12.9. Should any Member retire or resign during the course of the year, such position becoming vacant shall be advertised electronically, either by posting details on the Forum's website for a minimum period of one month or by e-mail to all registered members sent at least one month before the next meeting of the Forum, whereupon the Committee shall invite applications from members. If no such applications are forthcoming or if there are more than one, then at the next meeting of the Forum a vote will be held in accordance with clause 10.4 as to who shall be appointed. If on such position becoming vacant, and no applications are received, then the position shall be filled by a person from within the Committee, at the Committee's discretion or by such appointed assistant (in accordance with clause 12.8) until the next AGM where nominations for such position will be dealt with as set out in this clause 12.

13. Treasurer

- 13.1. Annual Subscription.
 - 13.1.1. The Forum year starts 1 September and finishes 31 July of the following year.
 - 13.1.2. All membership fees for new members collected after 31 December in any year shall be calculated on a pro-rata basis, according to the number of meetings remaining in the calendar.



13.1.3. When paying annual subscriptions, members or their corporate representatives, should complete the membership application or online form.

13.1.4. Annual subscriptions should be collected from every member and should be posted to the proper account, unless otherwise agreed by the Board.

13.1.5. If an existing member does not pay the annual subscription within 2 months of the renewal date in any year the Committee, at its discretion, may cancel that member's membership.

13.2. Banking

13.2.1. The Forum has a bank account at the Co-Operative Bank in the name of WD Forum LBG.

13.2.2. Certain designated officers of the Committees are authorised by resolution of the Board to sign cheques, and mandates given to the Bank accordingly.

13.2.3. One signature is required on cheques drawn on the Forum's bank account.

13.2.4. The Treasurer must complete such forms and documents as may be required by the Bank from time to time.

13.3. The Treasurer may need to present a financial report and statement at each Finance Committee meeting.

13.4. If any expenditure is approved at a Committee meeting, it is the Treasurer's duty to note it or cause it to be noted by an appointed delegatee.

13.5. End of Year (31 July)

13.5.1. Collection of the next year's annual subscriptions should take place well in advance of the commencement of the new year on 1st September.

13.5.2. Announcement should be made at meetings that notification of any claims for expenses should be submitted and settled on or before 31 July in any year.

14. Surplus Funds

14.1 If at any AGM the Forum has surplus funds in hand they may be carried over to the next year.

14.1.1. The Board may also elect from time to time to distribute surplus funds to charities or through bursary schemes as agreed between the members.

15. Disposal of Funds on Dissolution

15.1 If the Forum is dissolved or discontinued, the balance at the Bank after the payment of all expenses must be given to an organisation with similar aims and objectives as nominated by the Board.

16. Alteration of Constitution

16.1. No alteration of, or addition to, this constitution may be made except by a majority vote by the Board and subsequent approval by the members at the next AGM

17. Constitution

17.1. A copy of this constitution will be available to all members at www.wdforum.org. New members will be required to sign to say that they have read and agree to the content of the constitution as a condition of membership.

Last updated: Approved by the board of WD Forum LBG 25th April 2017, subject to adoption at the AGM in December 2017