

**Cyswllt Amgylchedd
Cymru**



**Wales
Environment Link**

Members' Handbook

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Introduction

Welcome to Wales Environment Link. This handbook sets out all the information an organisation needs to make the most of its membership of the network.

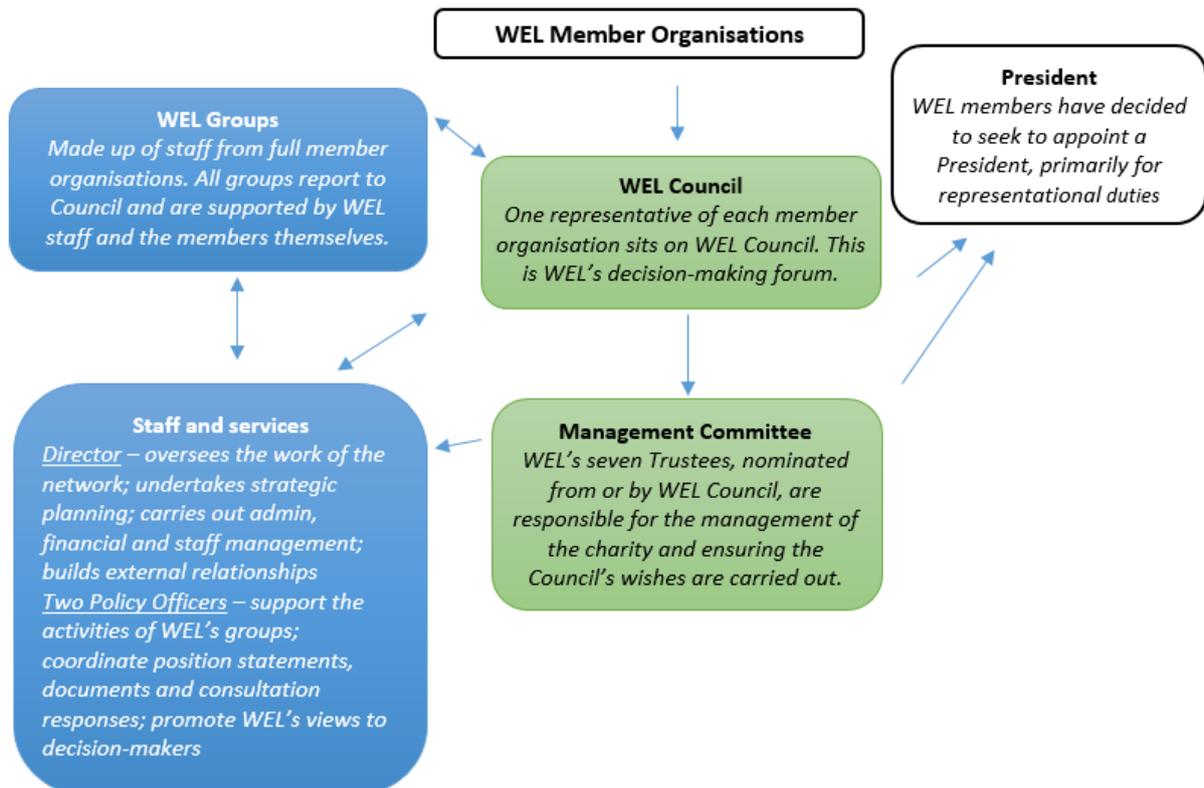
Wales Environment Link (WEL) is a network of environmental, countryside and heritage NGOs with an all-Wales remit. We support and build the capacity of our members by providing tailored information and coordinating opportunities for them to work together. WEL is a respected intermediary body, connecting environmental NGOs with the Welsh Government.

Membership provides an avenue for combined action, a forum for discussion where your views count, and an opportunity to present a united front on those key issues common to eNGOs. It also provides access to a network of contacts, support and joint working opportunities.

Our general principles for collective working are:

- WEL members engage with the Welsh Government and other bodies primarily on issues of over-riding importance to the network as a whole;
- WEL staff support the work of the members – however, they are **not** Wales Environment Link, the members are;
- Members will get out of Wales Environment Link what they put into it; and
- WEL operates by consensus where possible.

The diagram below set out WEL's organisational structure:



WEL Staff

Susan Evans, Joint Director

Sue has been Director of WEL since 2005, developing our capacity and over-seeing much change in the way the network operates and the services it provides. She is responsible for WEL's strategic development, operational and financial management and ensuring good governance - working with and supporting WEL's Management Committee. Sue has also worked to develop WEL's helpful relationship with the other Environment Links across the UK.

Sue has a BSc in Environmental Biology and an MSc in Protected Landscape Management, both from the University of Wales, Aberystwyth. She held posts at Keep Wales Tidy, Student Community Action Cymru and the WWF English Regions Team before returning to Wales to take up this post.



Karen Whitfield, Joint Director

Karen has worked for WEL since 2009, supporting our working groups to work collaboratively on the issues that are important to them, building consensus and trust amongst environmental NGOs. Karen has a BA in English Literature, an MSc in Publishing and a BSc in Environmental Studies.

In 2014-15 Karen was seconded to the National Assembly for Wales Research Service on a part-time basis, working with the Environment and Sustainability Committee and providing objective environmental information to Assembly Members. During 2016-17 and again in 2018 Karen was seconded to the role of WEL Director, providing cover whilst Susan Evans was on maternity leave. She now shares this position with Susan, sharing responsibility for fundraising and grant management, WEL's strategic development and operational management. Prior to working for WEL, Karen worked in market research at the Royal Bank of Scotland in Edinburgh.



Liz Smith, Policy Officer

Liz Smith started working as a Policy Officer for WEL in November 2016, supporting WEL's working groups to work collaboratively on the issues that are important to them. Prior to that, she acted as Head of Monitoring at newsdirect wales, a political monitoring company that specialises in live reporting of Assembly proceedings, as well as Westminster business. Her background is in working for Labour MPs in Parliament and AMs in the Assembly. In Spring 2016, she undertook a brief secondment with the Wales Stronger In campaign. In her spare time, she undertakes occasional freelance work in political analysis with BBC Wales and runs a housing campaign called Let Down in Wales, calling for better rights for renters.



WEL email groups (egroups)

Wales Environment Link has topic-based email groups that representatives of Full or Associate Member organisations can join. These groups are used to:

- circulate information to all members on particular policy/topic areas;
- aid discussion between Full Members of the email group;
- inform members of any events or requests for representation from Full Members of the network; and
- seek input and endorsement from working group members for work programmes, statements, consultation responses and proposed actions.

When joining WEL, representatives from member organisations can choose which egroups they wish to join. All emails sent to these egroups have a consistent prefix to the subject header, to enable members to set up and use mail message rules to manage emails from WEL. Email groups have been established under the following subject headings:

Email Group	Email Subject Prefix
1. Access	WEL Access –
2. Advocacy	WEL Adv –
3. Biodiversity & Nature Conservation	WEL Bio –
4. Climate Change	WEL Cli –
5. Fresh Water	WEL Water –
6. Funding	WEL Fund –
7. Governance	WEL Gov –
8. Heritage	WEL Her –
9. Job Adverts *	WEL JobAd –
10. Land Use	WEL LU –
11. Marine & Coastal	WEL Marine –
12. Natural Resources	WEL NR -
13. Planning	WEL Plan –
14. Press Releases *	WEL PR –
15. Recycling and waste management	WEL Recyc –
16. Species Champions	WEL SC –
17. Sustainable Development	WEL SD –
18. Volunteering	WEL Vol –

* Egroup includes some external contacts

Following the prefix, the type of email will be indicated by the insertion of:

ACT:	email requiring members' action
EVENT:	information about an event
INFO:	email circulated for members' information
INVITE:	circulation of an invitation e.g. to an event / training opportunity
MTG:	circulation of details of a coming meeting e.g. confirmation of date / venue, provision of agenda / meeting papers
REP NEEDED:	to indicate we are inviting nominations to sit on an external group / committee as a WEL representative
REPS REPORT:	circulation of a report from one of WEL's representatives on an external group
REQUEST:	indicates a request for information from a member / external organisation
UPDATE:	update to previously provided information

For subjects which also have an active working group, meeting agendas, minutes and updates/requests regarding current work being undertaken will be circulated via the associated egroup.

- Any **Full Member** of WEL may use the 'reply all' function for egroups to circulate information back within the group.
- **Associate Members** may ask WEL staff to circulate information on their behalf.
- A full and up-to-date list of individuals on each egroup is held by WEL staff.

The Council representative / main contact for each member organisation will also be included on a Council email list in order to receive key correspondence and important Council documentation. The prefix for these message subjects is 'WEL Council - '. *Please note - it is the Council member's responsibility to forward any information mailed to this list which is of importance to other staff in their organisation.*

Members who become Trustees of the organisation and sit on WEL's Management Committee also receive emails with the prefix 'WEL ManCom - '.

WEL Working Groups

Definitions

Working Group: a members' forum to address ongoing issues within a particular area of environmental policy or legislation. Working Groups may have associated project or Task and Finish Groups that focus in more detail on a specific policy area or legislation. All Working Groups are reviewed every 12 months to ensure they are still required.

Task & Finish Group: a group set up to undertake a time-limited piece of work. The group will be disbanded when the piece of work it was set up to do is finished. T&F Groups should only be set up for pieces of work that have a defined time-limit, preferably within a year.

Project Group: a group set up to manage a specific piece of work or campaign, but where this is likely to continue for longer than a year.

Current WEL Working Groups and Project Groups

Advocacy (WG)

- Species Champions (PG)

Governance (WG)

Land Use (WG)

Marine (WG)

Natural Resources and Biodiversity (WG)

WEL also provides secretariat to the Third Sector Alliance for Sustainable Development (SD Alliance) and the *Cross Party Group on Biodiversity*.

WEL Task and Finish Groups are subject to more regular change, being short-term in nature. For further information please contact karen@waleslink.org.

How to get the most out of WEL Working Groups

All Full Members are entitled to participate in WEL Working Groups, project groups and Task & Finish Groups. Associate Members cannot participate in these groups unless specifically invited by the Full Members of the group. A comprehensive Terms of Reference for WEL Working Groups can be viewed in Annex I, which covers principles for group working, production of WEL papers and responsibilities of the Chair.

Remember...

- any Full Member of WEL can propose agenda items and ideas for future work of WEL working groups
- meetings can take place face to face or via teleconference
- sometimes it's possible to Skype in or use video conferencing – just ask
- meetings tend to take place in the location nearest to the majority of participants, but suggestions for new locations are always welcome
- if you can't participate in regular meetings, you can feed in views via the relevant egroup or via WEL's Policy Officers

How we work together

WEL members need to abide by the following code of conduct when working together and with WEL staff in meetings, organising events and producing joint papers.

Members will:

- respect one another as possessing individual and corporate skills, knowledge and responsibilities
- respect the equal status of the English and Welsh languages
- have the mandate/authority to take decisions on behalf of their organisation and abide by these
- show group support and loyalty towards each other and an agreed common purpose
- listen carefully to all ideas and comments: be tolerant and respectful of other points of view
- be honest, open and constructive
- be courteous and respect freedom to speak, disagree or remain silent
- regard challenge as a test of the robustness of arguments – ensure no one becomes isolated in expressing their view
- focus discussion on the resolution of issues and finding positive and constructive ways forward

Members should also:

- read all papers before meetings
- arrive on time and participate wholeheartedly
- seek to represent the views of those not in the room
- make the most of time by
 - ensuring individual points are relevant and short
 - taking account of deadlines and providing input as early as possible in the process

Members will not:

- dwell on past systems or actions as being responsible for today's situation
- act as 'stoppers' or 'blockers'
- regard any arrangements as unchangeable or unchallengeable
- adopt territorial attitudes – any member has the right to challenge / question another
- regard papers presented as being 'rubberstamped' without discussion and agreement
- act in an attacking, crushing or dismissive manner
- focus on the detail at the expense of the strategic picture

The WEL e-bulletin

An important benefit of membership is WEL's weekly political and environmental policy monitoring service, provided by Newsdirect, which all members receive. The weekly report covers the latest environmental news of relevance to the NGO sector, tailored to our members' needs. So, even if you don't have access to political monitoring packages, you can keep up with everything you need to know. This includes Welsh Government, Assembly and Political Party news, upcoming Welsh Government consultations, new policies, legislation, funding news, Assembly Committee inquiries, and relevant plenary questions, committee summaries and debates.

The WEL Website

WEL's website – www.waleslink.org – is a source of information for the general public, but also has resources which members may wish to refer back to. It includes:

- a summary of our work areas / Working Groups, which includes our secretariat support for the Third Sector Alliance for Sustainable Development (SD Alliance)
- our 2016 manifesto – WEL will continue to push for and monitor implementation of our asks over the Fifth Assembly term of 2016-2021
- our responses to consultations and committee inquiries
- position statements on a range of issues
- briefings and information sheets
- press releases

Twitter

WEL has two Twitter accounts – [@waleslink](https://twitter.com/waleslink) and [@waleslinkmarine](https://twitter.com/waleslinkmarine)

We use our Twitter account to promote our members' initiatives and ideas, and to generate more interest in our members' work. Email WEL staff if you'd like us to help promote a particular issue. For campaigning in particular, we'd be open to promoting devices like Thunderclaps to gain as much traction online as possible. We also use our Twitter account to promote WEL positions, papers and events.

Third Sector Partnership Council

WEL is a member of the Third Sector Partnership Council (TSPC). The TSPC is a key mechanism for the third sector to talk to, and hear from, the Welsh Government. It is always chaired by the relevant Welsh Government Minister and is made up of representatives of third sector networks. WEL represents the environment sector. The main purpose of the TSPC is to make sure that the principles of the [Third Sector Scheme](#) are put into practice. Cross-cutting issues of concern to the third sector can be raised through this forum.

WEL also has the opportunity to participate in third sector meetings with all Ministers in the Welsh Government, and asks for volunteers from our membership to represent the network at these. This allow us to raise environmental issues with Welsh Government departments that do not usually hear from our sector.

Current WEL members

The membership of WEL can and does change from time to time, for an up to date list of our members go to our [website](#). As of September 2017 our membership consists of the following organisations:



Annex I

Terms of Reference for Working Groups and Task & Finish Groups

1. Introduction

It is important that WEL is able to influence government policy and legislation in the areas covered by members' interests.

WEL groups are established to enable members' staff with relevant expertise and resources to work together in a representative group format to achieve common outcomes.

These groups are open to all full WEL members and they fairly represent the balance of views of the wider WEL membership as far as is possible. WEL groups provide a forum to exchange views and information and are empowered to develop the consensus views' of the members.

The following pages set out the terms of reference for these groups, recognising the significant constraints on the capacity of members and WEL staff.

2. Accountability

Fundamental to the operation of each Working Group, Project Group or Task & Finish Group is respect and trust. In exchange for the ability to undertake joint work and act on matters of concern to their organisation, each member has to accept that WEL groups need to reflect the common interest of member organisations. Each group gains legitimacy from its accountability to the full membership of WEL via the Council.

This means each group:

- must undertake forward planning and contribute to the development of the WEL Policy Plan
- must report to Council as required

3. Rules of Conduct / Procedure

- The most appropriate staff members or volunteers from **full member** organisations of WEL can participate in any WEL group.
- WEL staff will send introductory information about WEL to new employees who start engaging with WEL groups.
- WEL groups **may invite associate member** organisations to attend particular group meetings, when specific knowledge and expertise could benefit discussions. However, associate members will not be able to vote on group activities or override decisions on wording agreed by the full members.
- Working groups can invite outside (non-WEL) organisations to work with them, but should seek the advice of the WEL Director first.
- Members should be clear from the outset what level of commitment they can make.
- Members should be prepared to engage via the egroups when necessary.
- If unable to participate directly or at a limited level, members should be realistic about what they expect the group to do on their behalf (i.e. it is not appropriate to ask for something to be put forward as a WEL position without explaining why it is relevant or engaging to reach a consensus).
- Papers, agendas, minutes, draft policy statements and consultation responses will be

circulated to the email group(s) related to the policy area concerned. (See section 4 for further details on production of WEL papers.)

- It is the responsibility of the Group Chair and WEL Policy Officer to ensure that timescales for preparation of papers and statements allow for adequate input by active members of the group.
- Meetings can be held face-to-face, by video conference or teleconference, depending on which is most appropriate for the circumstances. For face-to-face meetings an 'in principle' agreement of where these will be held (north / mid / south Wales / Shrewsbury) will depend on the location of active members of the group.
- Invitations for WEL representatives to sit on external groups will be circulated to members of the relevant egroup(s).
- Representatives will be expected to report back regularly to the relevant egroup(s) or in person at group meetings (see section 6).
- Delegations from groups to meet with officials, Ministers, Assembly Members or NRW should be kept small and focused. Delegations will be agreed in advance by members of the group and WEL staff.
- A planning meeting (pre-meeting) at which participants, agenda, key messages, objectives and lead speakers / proponents are agreed is a requirement for all WEL meetings with external bodies. Pre-meetings should focus on the forthcoming meeting and not stray into issues not relevant to the meeting itself.
- Failure to participate in the pre-meeting will preclude involvement in the final meeting (with possible exceptions under extenuating circumstances, for decision by the Chair of the Group).
- WEL groups/representatives can take it as read that statements and 'asks' already included in the most recent WEL Manifesto document can be presented as broad WEL views, with the caveat that the detail regarding how to achieve these may differ between individual members.
- Groups should consider whether there are any potential cost or legal implications to their work, or overlaps with the work of other bodies (e.g. other UK Links). If there is a need to commission work (e.g. research or document printing / design) then it should be noted that any costs may need to be borne by the group members themselves.

4. Protocol for Production of WEL Papers

The standard procedure for production of WEL papers is:

1. Relevant WEL Group meets to discuss and agree common positions as early as possible in the process, e.g. shortly following release of a consultation document.
2. There is a requirement for a minimum of 5 members or the whole of the relevant WEL Group to confirm they wish to commit to providing input before WEL allocates time to coordination.
3. Members may be asked to email their individual organisation's thoughts/positions/relevant text/draft papers to the agreed co-ordinator (usually a WEL Policy Officer) to assist them in putting together the first WEL draft.
4. Co-ordinator circulates first draft (using WEL template) around the group via email and members engage in the process on behalf of their organisation – providing comments/suggestions, ideally using 'track-changes', on behalf of their organisations as soon as possible.
5. Discussions take place about content of draft response via meetings or email, particularly regarding any points which are not unanimously agreed.

6. Further drafts may need to be circulated for comment before the final document is agreed by active members of the group. It is the responsibility of the Chair and Co-ordinator to ensure that timescales for preparation include sufficient time for circulation and feedback.
7. **WEL documents will be presented and submitted as being from WEL itself.** A disclaimer will be added, to avoid concerns from members who a) work in a relevant area of policy but haven't had a chance to input or b) do not have a remit to work in a particular area.

One of these paragraphs will be included in each paper, according to the context in which the document has been produced:

- “This paper/consultation response represents the consensus view of a group of WEL members working in this specialist area. Members may also produce information individually in order to raise more detailed issues that are important to their particular organisation.”
- “This document represents the consensus views of the members of the WEL network.”

We would only use the final example here for documents where all member organisations need to be engaged and to check drafts being circulated for input.

8. A list of members or a page of all members' logos will be included as standard practice, with a brief explanation of what WEL is. Associate members may decide if they wish to be included on this list.

5. WEL Group Chairs

Each working group, project group or task and finish group must elect a Chair in order for that group to be active. WEL Groups generally operate with two Co-Chairs to share the burden of work and to enable faster decision making. However, groups can operate with one Chair if necessary. The Chairs are responsible for:

- Agreeing/producing agenda of meetings, working with the relevant WEL Policy Officer
- Chairing meetings
- Initiating forward planning and input to WEL Policy Plans
- Monitoring and ensuring targets for the groups are met
- Monitoring development of WEL documents and their related timescales and deadlines (see section 4 above)
- Assisting in reporting on the group's work and achievements during the year

WEL will hold election for Co-Chairs every two years to give members of the network the opportunity to chair a group if they wish. Members can notify the relevant WEL Policy Officer of their interest in chairing a group. Existing Chairs can stand again if they wish and if there are more than two nominees this will be put to a vote of WEL Council. If a Chair is unable to continue in their role before an election period is reached, they can speak to WEL staff to arrange for the opportunity to be publicised to the membership.

Annex II

Terms of Reference for WEL Representatives on External Groups

Representatives of the Wales Environment Link network are voted on or agreed (if only one nominee) by WEL Council. Representatives need to adhere to the following requirements.

Representatives must:

- introduce themselves at external meetings as representing Wales Environment Link (as opposed to their own organisation), so that it is clear they are representing the whole network.
- provide reports* after each meeting with requests for ideas and input from members as appropriate. Reports may be provided either verbally at the relevant WEL Working Group / Task & Finish Group meeting, or they may be emailed to WEL staff for circulation via the relevant email group(s). It is important that all full members are given the opportunity to input feedback or ask questions which the representative should then take to the external partnership/committee.
- keep up to date with correspondence for the relevant WEL Egroup.
- speak and (if applicable) make written submissions from a WEL point of view, or the point of view of the relevant WEL group, having consulted with Council / the relevant Group to agree the messages being presented.
- contact the WEL office if unable to make a future meeting, so that WEL staff can try to arrange for another representative to attend on the day. This applies unless an alternate representative has already been officially agreed, in which case the alternate representative should be contacted directly and given as much notice as possible.

WEL representatives can take it as read that statements and 'asks' already included in the most recent WEL Manifesto document can be presented as broad WEL views, with the caveat that the detail regarding how to achieve these may differ between individual members.

If under certain circumstances it is appropriate to put forward an individual member organisation's point of view during a meeting, it must be stated that at that point in time comments are not necessarily reflective of WEL consensus, but of the individual organisation.

Representatives may, at some point, be asked to attend a meeting with Council in order to update members or to allow a detailed discussion to take place before a WEL position statement can be produced.

* Reps Report Template

The following are suggested contents for a written WEL 'Reps Report' to be circulated by WEL staff to relevant Egroup(s):

1. Name of external group
2. Contact details for WEL Rep
3. Date of last meeting
4. List of key attendees
5. Key points discussed and agreements made
6. Any information or actions required of WEL members (provide appropriate deadline)
7. Invitation for members to comment / ask questions (provide appropriate deadline)
8. Date of next meeting

Annex III

Protocol for Production of WEL Press Releases

The standard procedure for production of WEL press releases is:

1. Ideally, there will be an opportunity to discuss the proposed press release at a working group meeting. If not, whoever is proposing the press release must email the working group to agree the general content of the press release and the angle to be taken.
2. An individual will be agreed by the group to draft and coordinate the press release. Members may be asked to email thoughts or quotes to the agreed coordinator before drafting, if appropriate.
3. The coordinator of the press release or WEL Policy Officer will circulate the first (and any subsequent) drafts to the relevant egroup via email and members must engage in the process on behalf of their organisation as soon as possible – providing comments and any suggested improvements to wording by a specified deadline.
4. Coordinator incorporates requested changes or comes to agreement on wording with those making comment. If wording cannot be agreed in particular sections, certain passages may have to be omitted from the document.
6. Before the final draft is circulated, advice should be sought from WEL's Director or Policy Officer to agree introductory text / editors notes and ensure proper use of WEL's logo, format, etc.
7. The final draft is circulated to Council and the egroup before it is sent to media contacts.
8. The press release will be presented as being from Wales Environment Link unless any full members object to this. Press releases can also be presented as being from a particular working group if this is deemed more appropriate.
9. In extenuating circumstances, when time is very tight and there is no opportunity to put the final document past Council for their awareness, the document may only be presented as being from the specific working group in question. However, all members of the working group must have agreed the final document. In the event of such a tight timescale, the position must be communicated to WEL's Director as soon as possible and advice sought.
10. On completion of the final press release, its distribution should be discussed and arranged with WEL's Policy Officer or Director.
11. WEL staff will upload the press release to the WEL website.

Annex IV

WEL Constitution

Constitution of
[Wales Environment Link / Cyswllt Amgylchedd Cymru](#)
(As amended 4th July 2018)

1. NAME

- 1.1 The name of the Charity shall be "Wales Environment Link" "Cyswllt Amgylchedd Cymru", hereinafter called "WEL", or such other name as the Charity may from time to time decide with the approval of the Charity Commissioners

2. ADMINISTRATION

- 2.1 Subject to the matters set out below the Charity and its property shall be administered and managed in accordance with this constitution by the members of the Management Committee, constituted by clause 8.1 of this constitution ("the Management Committee")

3. OBJECTS

WEL is established to:

- 3.1 Promote for the public benefit the conservation, protection, sustainable use and quiet and responsible enjoyment of the natural and cultural heritage of Wales.

4. POWERS

In furtherance of these objects WEL may:

- 4.1 Develop relations with international, national and local government, its agencies and all other bodies which have an influence on the issues specified in 3.1 above.
- 4.2 Agree action on matters of mutual interest.
- 4.3 Employ and pay any person or persons not being a member/members of the Management Committee to supervise, organise and carry on the work of WEL and make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their surviving spouses/partners and other dependants.
- 4.4 Have a bilingual policy.
- 4.5 Promote and carry out research, surveys and investigations, and publish the results thereof.
- 4.6 Arrange and provide for, or join in arranging and providing for, the holding of exhibitions, conferences, meetings, lectures, classes, seminars and training courses.
- 4.7 Collect and disseminate information on all matters affecting the said objects and exchange such information with other bodies.
- 4.8 Undertake, execute, manage or assist any charitable trusts which may lawfully be undertaken, executed, managed or assisted by WEL.
- 4.9 Have written and print, publish, issue and circulate, gratuitously or otherwise, such papers, books,

periodicals, pamphlets or other documents or films or recorded tapes as shall further the said objects.

- 4.10 Purchase, take on lease or in exchange, hire or otherwise acquire any property and any rights and privileges necessary for the promotion of the said objects and construct, maintain and alter any buildings or erections necessary for the work of WEL.
- 4.11 Make regulations for any such property.
- 4.12 Subject to such consents as may be required by law, sell, let, mortgage, dispose of or turn to account all or any of the property or assets of WEL.
- 4.13 Subject to such consents as may be required by law, borrow or raise money for the objects of WEL, and accept gifts on such terms and on such security as shall be deemed necessary provided that WEL shall not undertake permanent trading activities in raising funds for the said objects.
- 4.14 Invest the moneys of WEL not immediately required for the said objects in or upon such investments, securities or property as may be thought fit, subject to such conditions (if any) as may for the time being be imposed or required by law.
- 4.15 Do any lawful thing which is ancillary to, preparatory to or consequential upon, the exercise of the preceding powers and do all such other lawful things as are necessary for the attainment of the said objects.
- 4.16 Appoint and constitute such advisory committees as the Management Committee may think fit

5. MEMBERSHIP

- 5.1 Membership shall be open to fully constituted, voluntary and / or charitable not for profit organisations with an international or national (Wales) remit whether corporate or unincorporated.
- 5.2 At least one of a Members' principle areas of work must be aligned with WEL's purpose to support the conservation, protection, sustainable management, access to or responsible enjoyment of landscape, seascape, biodiversity, cultural heritage and amenity in the Welsh environment.
- 5.3 Each member organisation shall appoint a representative to attend Council Meetings. If this person resigns from or otherwise leaves the member organisation, he or she shall forthwith cease to be its representative.
- 5.4 Each member organisation may appoint a deputy if its appointed representative is unable to attend any Council Meeting of WEL.
- 5.5 Each member organisation may, with the agreement of the Chair, send observers to any Council meeting who shall not have a vote and shall only speak if invited to do so.
- 5.6 Applications for membership must be approved by a two-thirds majority of all member organisations present and voting.
- 5.7 The membership of any organisation may be terminated for good and sufficient reason if a majority of all member organisations so decide, provided that an individual representing the organisation shall have the right to be heard at a Council meeting of WEL before a final decision is made.
- 5.8 Each member organisation shall pay an annual subscription. The level of subscriptions shall be agreed annually at the Annual General Meeting.
- 5.9 The procedure for application, and criteria for acceptance of membership, shall be recorded in the Standing Orders for membership.
- 5.10 The Management Committee of WEL reserves the right to cease access to WEL services if it is determined that an individual / organisation has acted so as to risk the reputation or efficacy of WEL or one of its groups.

6. ASSOCIATES

- 6.1 Organisations whose primary aims match WEL's charitable purpose (as defined in 5.2) but do not qualify for membership under section 5.1 used to be able to apply to become an Associate member of WEL. This category of membership is no longer open to new members.
- 6.2 Associates may attend most Council Meetings of WEL, at which they may request permission to speak, but not vote. Associates shall receive the agenda, minutes and other papers tabled for Council Meetings. When there are matters determined by the Management Committee to be of overriding importance, which must be discussed and voted on by Full Members, Associate Members may not be invited to particular Council meetings, or they may be asked to leave the room for certain agenda items. In such cases, WEL staff will inform Associate Members of the reason they are unable to participate in the discussion.
- 6.3 Associates shall pay a subscription, the level of which shall be agreed annually at the Annual General Meeting.
- 6.4 Restrictions of Associate membership shall be recorded in the Standing Orders for membership.

7. HONORARY OFFICERS

- 7.1 At the Inaugural Meeting and thereafter at Annual General Meetings, WEL shall elect a President, Chair, an Honorary Secretary and an Honorary Treasurer, and such other Honorary Officers as it shall from time to time decide.
- 7.2 The Chair and Hon. Secretary must be nominees of member organisations.
- 7.3 The member organisation whose representative is elected to hold the position of Chair shall appoint another representative to attend Council Meetings on its behalf during the Chair's term of office.
- 7.4 In the event of a tied vote at Management Committee, the Chair shall have a second, casting vote.
- 7.5 All such Honorary Officers shall serve in one position for a period of three consecutive years and shall be eligible for re-election, excepting the President who shall be eligible for re-election annually for a period not exceeding 5 consecutive years.
- 7.6 Any vacancy among the Honorary Officers may be filled by agreement of a majority of the full member organisations attending the appropriate Council Meeting.
- 7.7 WEL shall appoint qualified auditors or independent examiners to fulfil the requirements of clause 12.2 and determine their remuneration, if any.
- 7.8 WEL may appoint an administrative officer, namely a Director, and shall determine his / her terms of employment. The Director will undertake the day to day management of the Charity.

8. MANAGEMENT COMMITTEE

- 8.1 The affairs of WEL shall be managed by a Management Committee (the Trustees) which shall be responsible to and implement the decisions of Council Meetings.
- 8.2 It shall be composed of the Honorary Officers (excepting the Hon. President) and four other representatives from member organisations elected at the Annual General Meeting. There will be a total of up to seven Trustees at any time.
- 8.3 The Management Committee may in addition appoint up to two co-opted members, as long as no more than one third of the members of the Management Committee would be co-opted members. Each appointment of a co-opted member shall be made at a special meeting of the Management

Committee and shall take effect from the end of that meeting unless the appointment is to fill a place which has not then been vacated in which case the appointment shall run from the date when the post becomes vacant.

- 8.4 Any vacancy on the Management Committee filled by the use of powers to co-opt under clause 8.3 shall require ratification by agreement of a majority of the member organisations at the next Council meeting
- 8.5 The Management Committee shall appoint, manage and agree the remuneration of staff (not being a member/members of the Management Committee) to manage and coordinate the work of WEL, as deemed to be necessary within the limits of its resources.

9. DETERMINATION OF MEMBERSHIP OF MANAGEMENT COMMITTEE

- 9.1 A member of the Management Committee shall cease to hold office if he or she:
- a) is disqualified from acting as a member of the Management Committee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
 - b) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
 - c) is absent without the permission of the Management Committee from all their meetings held within a period of six months and the Management Committee resolve that his or her office be vacated; or
 - d) notifies to the Management Committee a wish to resign (but only if at least three members of the Management Committee are in office when the notice of resignation is to take effect).

10. STATEMENTS BY WEL

- 10.1 Public statements may only be issued on behalf of WEL after they have been consulted on in order to reach agreement by the Full Members of the network.
- 10.2 Public statements will always be presented as being from WEL, with members of WEL listed on the document. A caveat will always be included explaining that WEL statements are produced by a group of members working in the specialist area that the statement addresses, unless it is a cross-cutting statement which has had input/approval from all WEL members.

11 MEETINGS AND PROCEEDINGS OF THE COUNCIL

- 11.1 There shall be at least two Council Meetings of WEL during each calendar year, one of which shall be the Annual General Meeting.
- 11.2 All Full Members of WEL shall be entitled to attend Council meetings. Associate Members may attend Council meetings when invited as per section 6.3.
- 11.3 Every matter shall be determined by a simple majority vote of the voting members of the Council present and voting on the question. In the absence of a separate Council representative the Chair may cast a vote on behalf of their organisation. In the case of equality of votes the Chair of the meeting shall have a second or casting vote.
- 11.4 The Council may from time to time make and alter rules of conduct of the Council business, the summoning and conduct of Council meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.

12 MEETINGS AND PROCEEDINGS OF THE MANAGEMENT COMMITTEE

- 12.1 The Management Committee shall hold at least 4 ordinary meetings each year. A special meeting may be called at any time by the Chair or by any two members of the Management Committee upon not less than 4 days' notice being given to the other members of the Management Committee of the matters to be discussed but if the matters include an appointment of a co-opted member then not less than 21 days' notice must be given.
- 12.2 Management Committee shall implement relevant decisions of Council, cognisant of legal and financial responsibilities of the Charity
- 12.2 The Chair shall act as chair at meetings of the Management Committee. If the Chair is absent from any meeting, the members of the Management Committee present shall choose one of their number to be chair of the meeting before any other business is transacted.
- 12.3 Every matter shall be determined by a majority of votes of the members of the Management Committee present but in the case of equality of votes the chair of the meeting shall have a casting vote.
- 12.4 The Management Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
- 12.5 The Management Committee may utilise teleconferencing facilities to conduct meetings or special meetings (see clause 12.1)
- 12.6 The Management Committee may appoint one or more sub-committees including at least three members of the Management Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Management Committee would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Management Committee.

13 MEETINGS AND PROCEEDING OF THE ANNUAL GENERAL MEETING

- 13.1 The Annual General Meeting of WEL shall be held during October or November of each year at such place as WEL shall determine.
- 13.2 Every Annual General Meeting shall be called by the Honorary Secretary of the Management Committee, who may delegate the responsibility to the Director. At least 21 days' notice of the Annual General Meeting will be given to all the members of the Charity. All the members of the Charity shall be entitled to attend and those full members attending are able to vote at the meeting. Associates are also able to attend but do not have voting rights.
- 13.4 The Management Committee shall present to each Annual General Meeting the report and accounts of the Charity for the preceding year.
- 13.5 At the AGM the business shall include:
- the consideration of the annual report
 - the work done by or under the auspices of WEL
 - the statements of account
 - the election of Honorary Officers and Management Committee
 - the transaction of such other matters as may from time to time be necessary
- 13.6 Resolutions for an Annual General Meeting must be submitted from member organisations to the Chair in time for circulation with notice of the Annual General Meeting.
- 13.7 The Chair of WEL may at any time at his or her discretion and shall, within 21 days of receiving a written request so to do signed by not less than 7 members and giving reasons for the request, call a Special Council Meeting of WEL. At least 14 days notice of such a meeting shall be given in writing

to each member.

14. NOMINATIONS FOR HONORARY OFFICERS AND MANAGEMENT COMMITTEE MEMBERS

- 14.1 Nominations for Honorary Officers or members of the Management Committee must be made by a member of WEL and seconded by a member of WEL in writing with the written agreement of the person concerned and must be in the hands of the Chair or Secretary in time for circulation with the notice of the Annual General Meeting. Should nomination exceed vacancies, election shall be by ballot at the Annual General Meeting. In the event of there being no nomination for a particular office, consenting nominations may be made at the Annual General Meeting.

15. RULES OF PROCEDURE AT ALL MEETINGS

- 15.1 Quorum: The quorum at a Council Meeting shall be a third of the membership and not less than six individual members, and a quorum at a meeting of Management Committee shall be at least four Trustees.
- 15.2 Voting: Consistent with the provisions of the constitution all questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote. No person shall exercise more than one vote notwithstanding that he or she may have been appointed to represent two or more member organisations.
- 15.3 Minutes: Minutes shall be kept of Council and Management Committee meetings of WEL. The Director shall be responsible for ensuring drafting of the Minutes which shall record the proceedings and all resolutions. The Council Minutes shall be circulated to all member organisations.
- 15.4 Standing Orders and Rules: WEL shall have the power to adopt and issue Standing Orders and/or Rules for the conduct of the affairs of WEL. Such Standing Orders and/or Rules shall be agreed by a Council Meeting and shall come into operation immediately provided that they are consistent with the provisions of the Constitution and may be subject to review in any subsequent Council Meetings.

16. FINANCE

- 16.1 All monies raised by or on behalf of WEL shall be applied to further the objects of WEL and for no other purpose, provided that nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any employee of WEL not being a member/members of the Management Committee or the repayment of reasonable out-of-pocket expenses.
- 16.2 The Management Committee shall comply with their obligations under the current Charities Act (or any statutory re-enactment or modification of the Act) with regard to:
- keeping of accounting records for the Charity;
 - the preparation of annual statements of account for the Charity;
 - the independent examination, or auditing, of the statements of account of the Charity; and
 - the transmission of the statements of account of the Charity to the Charity Commission
- 16.3 Annual statements of account for the preceding financial year shall be submitted to the Annual General Meeting for approval
- 16.4 A Bank Account shall be held in the name of WEL with such Bank as the Management Committee shall from time to time decide. WEL may authorise the Chair, the Director, the Treasurer and up to three other members of WEL to sign cheques on behalf of WEL. All cheques must be signed by not less than two of the authorised signatories, of whom one must be an Honorary Officer of WEL.

17. ANNUAL REPORT

- 17.1 The Management Committee shall comply with their obligations under the current Charities Act (or

any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commission.

18. ANNUAL RETURN

- 18.1 The Management Committee shall comply with their obligations under the current Charities Act (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commission.

19. ALTERATIONS TO THE CONSTITUTION

- 19.1 Any alteration of this constitution shall require the assent of not less than two-thirds of the members of WEL at an Annual General Meeting or at a Special Council Meeting called for the purpose, provided that notice of any such alteration shall have been received by the Chair or Secretary in writing in time for circulation with the notice of such a meeting and further provided that no alteration shall be made which would cause WEL to cease to be a Charity in law and no alteration shall be made to clause 3, or this clause, without the prior written approval of the Charity Commissioners.

20. DISSOLUTION

- 20.1 If a simple majority of the Management Committee or not less than 7 member organisations of WEL decide at any time that it is necessary or advisable to dissolve WEL, the Chair shall call a meeting of all members giving not less than 28 clear days' notice, stating the terms of the resolution to be proposed thereat.
- 20.2 If such a decision is confirmed by a two-thirds majority of those present and voting at such a meeting the decision shall take effect and the Management Committee shall have the power to dispose of any assets held by or on behalf of WEL.
- 20.3 Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of WEL as WEL may determine at such a meeting.
- 20.4 A copy of the statement of accounts, or account and statement, for the final accounting period of the Charity must be sent to the Commission.

21. NOTICE

- 21.1 Any notice may be served by the Chair or the Secretary on any member organisation by sending such notice through the post in a prepaid letter addressed to such member organisation at its last known address in the United Kingdom, and any such letter so sent shall be deemed to have been received within four days of posting.

22. PROTECTION OF THE ENVIRONMENT

- 22.1 The above objects and powers shall be exercised in ways which minimise WEL's impact on the environment and encourage its members to do likewise.

23. INTERPRETATION

- 23.1 For the interpretation of this Constitution, the Interpretation Act (1978) shall apply as it applies to the interpretation of an Act of Parliament.