



CONSTITUTION OF GROW COMMUNITY – SOPWELL

1 NAME

The organisation's name is Grow Community – Sopwell. Hereafter to be called 'the Organisation'.

2 SCOPE

The Organisation will primarily undertake activities in or for the benefit of Sopwell Ward, St Albans, Hertfordshire, although it may partner with other organisations or events outside that area to realise the Organisation's objects.

3 OBJECTS

The Organisation's objects ("the objects") are;

- (1) To promote the benefits of sustainable, localised food production.
- (2) To promote the benefits of reduced food waste.
- (3) To encourage and enable local residents to: grow their own food at home and in community spaces; reduce food waste; share surplus food in the community and with local charity groups.
- (4) To promote wildlife conservation and restoration projects and encourage local residents to participate in these projects.
- (5) To connect ongoing initiatives and bring the community together through activities related to the above aims (e.g. growing and preserving food, building infrastructure, competitions, providing food for local events, wildlife events)

4 CARRYING OUT THE PURPOSES

In order to carry out the Organisation's purposes, the Committee members have the power to:

- (1) Raise funds, receive grants and donations.
- (2) Apply funds to carry out the work of the Organisation.
- (3) Co-operate with and support other organisations with similar purposes or purposes that contribute to ours.
- (4) Do anything which is lawful and necessary to achieve the purposes.
- (5) Carry out any other purposes that the Committee members see fit.

5 MEMBERSHIP

The membership of the Organisation shall be open to any individual who agrees with the aims of the Organisation, and who is a resident of Sopwell Ward, St. Albans or has a special interest in the wellbeing of residents in Sopwell Ward.

Membership is open to everyone irrespective of gender, age, disability, ethnicity, nationality, sexual orientation, political party, religion or other beliefs and opinions.

6 COMMITTEE MEMBERS

- (1) The Organisation shall be administered by a Board of Committee members (The Committee members) comprising not less than four and not more than 12 individuals elected from the membership at the Annual General Meeting (AGM).
- (2) The Committee members shall include the Officers, including Chair, Vice Chair and Treasurer.
- (3) The Committee members, at their first meeting, shall appoint a Secretary, and elect the Chair, Vice Chair, Treasurer, and such other officers as it may deem necessary.
- (4) The Chair will give members notice of the Annual General Meeting and of any Special General Meetings. The Chair will support the flow of communication within the Organisation and ensure that meetings are held.
- (5) The Secretary shall keep records of meetings and hold details of the membership.
- (6) The Treasurer shall keep an account of all income and expenditure and shall present accounts at the AGM.
- (7) If any Officer retires between AGMs a General Meeting shall appoint a replacement.
- (8) No person shall hold a particular office for more than three consecutive years, except in extraordinary circumstances
- (9) Individual Committee members shall retire by rotation after serving for three years.
- (10) Retiring Officers may be re-elected immediately after the end of their three year term.
- (11) The Committee members shall have the power to remove a Committee member for good and proper reason and shall have the power to fill vacancies if they occur during the year.
- (12) If Committee members have a conflict of interest, they must declare it and leave the meeting while this matter is being discussed or decided.
- (13) The Committee members may make reasonable additional rules to help run the Organisation. These rules must not conflict with this Constitution or the Law.

7 GENERAL MEETINGS

- (1) General Meetings of the Organisation shall be held at least three times a year.
- (2) A formal record of the meetings shall be kept. This must be approved as a correct record at the next meeting.
- (3) At least four Committee members must be present for a General Meeting to take place.
- (4) Decisions shall normally be made by consensus. If an agreement cannot be reached by consensus then that decision shall be made by a simple majority vote, with each member present having one vote. In the event of equality in votes, the Chair shall have a second or casting vote.

8 ANNUAL GENERAL MEETINGS "AGM"

- (1) The Committee members shall convene an AGM in September of each calendar year.
- (2) The business of the meeting shall include an Annual Report of the Committee members, the Statement of Accounts; and electing or re-electing Committee members.
- (3) Notices of intention to hold the AGM shall be emailed to members on our mailing list and posted on social media, 21 clear days in advance of the said AGM and should state the business to be transacted.
- (4) There must be at least 6 members present at the AGM – not including the Committee members.
- (5) A formal record of the meetings shall be kept. This must be approved as a correct record at the next meeting.

- (6) Decisions shall normally be made by consensus. If an agreement cannot be reached by consensus then that decision shall be made by a simple majority vote, with each member present having one vote. In the event of equality in votes, the Chair shall have a second or casting vote.
- (7) Members shall elect at least 3 and not more than 12 Committee members to serve for the next year. They will retire at the next AGM but may stand for re-election.
- (8) Any member may stand for election as a Committee member.

9 EXTRAORDINARY GENERAL MEETINGS “EGM”

- (1) The Committee members may, at any time, at their discretion, call an EGM of the Organisation for consideration of any matter which may be put to them, or for any purpose.
- (2) They shall call an EGM no later than 28 days following receipt of a request in writing from at least 30 members stating the business to be considered.
- (3) Notices of intention to hold the EGM shall be emailed to members on our mailing list and posted on social media, 21 clear days in advance of the said EGM and should state the business to be transacted.
- (4) A formal record of the meetings shall be kept. This must be approved as a correct record at the next meeting.
- (5) Decisions shall normally be made by consensus. If an agreement cannot be reached by consensus then that decision shall be made by a simple majority vote, with each member present having one vote. In the event of equality in votes, the Chair shall have a second or casting vote.

10 FINANCES

- (1) The Organisation is a non-profit making organisation.
- (2) There shall be a bank account in the name of the Organisation.
- (3) Four members shall be authorised by the AGM, or in exceptional circumstances by a General Meeting, to sign cheques. Each cheque must be signed by two of these signatories, who must not be related.
- (4) The income and property of the Organisation shall be applied only in furtherance of the objects.
- (5) The treasurer shall keep records of the group's income and expenditure.
- (6) The most recent annual accounts can be seen on request.
- (7) Committee members cannot receive any money or property from the organisation, except to refund reasonable out of pocket expenses – which must be agreed beforehand by the Committee members.

11 ALTERATIONS TO THE CONSTITUTION

The Constitution may be altered by a resolution passed by not less the two-thirds of the members present and voting at an AGM or EGM. The notice of the AGM or EGM must include notice of the resolution.

12 DISSOLUTION

If the Committee members decide that it is necessary or advisable to dissolve the Organisation, it shall call a meeting of all its members, giving not less than 21 days' notice stating the terms of the resolution to be proposed. If the proposal is confirmed by a two-thirds majority of those present and voting, the Committee members shall have power to realise any assets held by or on behalf of the Organisation. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other institution or institutions having purposes similar to the purposes of the Organisation as the Committee members may determine or failing that shall be applied for some other charitable or not-for-profit purpose.

Adopted on 18th November 2019. Updated 27th September 2023.

<u>Signed</u>	<u>Date</u>	<u>Print name and address</u>
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Chair		
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Secretary		