

KNUTSFORD GROW

(GARDEN REGENERATION OVERWARD COMMUNITY ASSOCIATION)

CONSTITUTION

1. NAME

The name of the Association shall be Knutsford Grow [Garden Regeneration Over Ward Community Association] hereinafter called "The Association"

2. OBJECTS

The objects of the Association shall be:

- (a) to provide a voluntary gardening service to people, living in the area of Knutsford, who by reason of their age, infirmity or disability are unable to tend their gardens, have no able bodied member of neither family nor friend to assist or cannot pay for professional services.
- (b) to provide opportunities for volunteers to deliver a community service in a supportive setting with access to training.
- (c) the Association shall be non-party in politics and non-sectarian in religion.

3. POWERS

In furtherance of the said objects, but not otherwise, the Association shall have the powers to:

- [a] bring together in conference representatives of voluntary organisations, Government departments, statutory authorities and individuals
- [b] to collect and disseminate information on all matters relating to its objects, and to exchange such information with other bodies having similar objectives whether in the United Kingdom or elsewhere
- [c] write, print or publish, in whatever form, such papers, books, periodicals, pamphlets or other documents, including films and recorded material, as shall further its objects, and to issues or circulate the same whether for payment or otherwise
- [d] raise funds. In exercising this power, the trustees must not undertake any taxable permanent trading activity and must comply with any relevant statutory regulations
- [e] affiliate to other organisations with similar charitable objectives

4. MEMBERSHIP

(a) The Board of Trustees may admit to membership irrespective of sex, sexual orientation, political opinion, nationality, religion, race, disability

to:

- [i] Individuals aged eighteen years or over who agree with the objectives of the Association and subject to such conditions as the Board of Trustees may decide, and shall have the right to vote at General meetings of the Association
 - [ii] associations and organisations which wish to support or further the objects of the Association with similar aims, objectives, vision & values shall be known as affiliated groups.
 - (iii) the statutory Authorities in whose administrative area of benefit lies.
- (b) All members can attend and give opinions but may not vote, at the General Meeting of Association.

5. Termination of Membership

The Board of Trustees may, by resolution passed at a meeting thereof, terminate or suspend the membership of any person or group if in its opinion such a person has been guilty of conduct prejudicial to the Association or its objects, provided that the person or individual representing the group shall have the right to be heard by the Board of Trustees before the final decision is made. There shall be a right of appeal to a General meeting of the members of the Association.

6. The Board of Trustees

Subject as hereinafter mentioned the policy and general management of the affairs of the Association shall be directed by the Board of Trustees which shall meet not less than 4 times a year.

(a) The Board of Trustees shall consist of:

- (i) The Honorary Officers elected under clause 7 hereof;

- (ii) One representative appointed by each affiliated group, in accordance with clause hereof.
- (b) If a Trustee misses 3 consecutive meetings without giving apologies for absence s/he shall be deemed as no longer on the Board of Trustees and maybe struck off.

7. Honorary Officers

- (a) Only Trustees of the Association shall be eligible to serve as honorary officers.
- (b) At the Annual General Meeting hereinafter mentioned the Association shall elect a Chair, Vice-Chair, Treasurer and Secretary and such other honorary officers as the Association shall from time to time decide.

8. Paid Officers

- (a) The Board of Trustees may appoint and dismiss such staff or contractors as it may from time to time determine, and shall fix the amount of any remuneration to be paid and the terms and conditions of their relevant contract.
- (b) A member of the Association's staff or contractors shall not be eligible to be a Trustee or a member of any committee of the Association, but may be invited to such committee as a non-voting adviser.

9. General Meetings of the Association

- (a) Annual General Meetings:
Once in each year an Annual General Meeting of the Association shall be held at such time and place as the Board of Trustees shall determine, being not more than fifteen months after the holding of the preceding Annual General Meeting, at least 21 days notice shall be given by the Secretary to members.
- (b) The Business of each Annual General Meeting shall be:
 - (i) to consider the Annual Report of the Board of Trustees on the work of the Association and its activities during the preceding year;
 - (ii) to approve the audited accounts of the Association;
 - (iii) to elect the Officers of the Association in accordance with Clause 7 hereof;
 - (iv) to note the appointment of representative members of the General Committee of Trustees;
 - (v) to elect representatives of individual members to serve on the General Committee of Trustees, in accordance with Clause 6 (a), (iii) hereof;
 - (vi) to appoint an independent auditor or independent auditors for the coming year;
 - (vii) to consider and vote on proposals to alter this constitution in accordance with Clause 14 hereof;
 - (viii) to consider any other business of which due notice has been given.
- (b) Special General Meetings:
The Chair may, at any time, call a Special General Meeting at his/her discretion. The Secretary shall call a Special General Meeting within 21 days, where is a request of such, in writing, giving reasons for the request and signed by not less than one third of the members of the Association. The Special General Meeting will consider only the business specified on the notice of the meeting.

10. Rules of Procedure at all meetings

- (a) Voting
All those eligible to vote will have one vote, in case of a tie the chair has the deciding vote.
- (b) Quorum
 - (i) Meetings: one third of the members shall form a quorum at meetings of the Board of Trustees and all other committees.
 - (ii) General Meetings: one third of the members shall form a quorum at General Meetings of Association.
 - (iii) In the event that no quorum is present at an Annual General Meeting of the Association the meeting is to be reconvened no later than 14 days afterword.

11. Minutes

Minute books shall be kept by the Association, the Board of Trustees and all other committees and the appropriate Secretary shall enter therein record of all proceedings and resolutions.

12. Finance

- (a) All the money raised by or on behalf of the Association shall be applied to further the objects of the Association and are for no other purpose, except reimbursement of out of pocket expenses.
- (b) The Hon. Treasurer shall keep proper accounts of the finances of the Association.
- (c) The accounts shall be audited or independently examined at least once a year by the auditor or auditors appointed at the Annual General Meeting.
- (d) An audited or independently examined statement of accounts for the last financial year shall be submitted by the Board of Trustees to the Annual General Meeting as aforesaid.
- (e) An account shall be opened in the name of the Association with a major UK retail bank. The Board of Trustees shall authorise in writing the Treasurer, Secretary & one member of the Board of Trustees to sign cheques on behalf of the Association. All cheques must be signed by not less than two of the three authorised signatories.

13. Dissolution

If the Board of Trustees by simple majority decides at any time that on the ground of expense or otherwise it is necessary or advisable to dissolve the Association, it shall call a meeting of all members of the Association who have the power to vote of which meeting not less than 21 days' notice (stating the terms of the resolution to be proposed thereat) shall be posted in a conspicuous place or places in the area of benefit and advertised in a newspaper circulating in the area of benefit. If such decisions shall be confirmed by a simple majority of those present and voting at such meetings the Board of Trustees shall have the power to dispose of any assets held by or in the name of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be applied towards such charitable purposes for the benefit of the inhabitants of the area of the benefit as the Board of Trustees may decide and as may be approved by the Charity Commissioners for England and Wales, or others having charitable jurisdiction.

14. Alterations to the constitution

Any proposal to alter this constitution must be delivered in writing to the Secretary of the Association not less than 28 days before the date of the meeting at which it is first to be considered. An alteration will require the approval of:

- (a) A two-thirds majority of individual members and representatives of the Affiliated Groups of the Association present and voting at a General Meeting.
- (b) Notice of each such must have been given in accordance with normal procedure but not less than 14 clear days prior to the meeting in question and giving the wording of the proposed alteration.

This updated Constitution was adopted as the Constitution of the Grow Community Association at a meeting duly convened at the Open House Longridge on 12th April 2016

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Debbie Smallbridge
Chairman

Neil Forbes
Secretary