

SUSTAINABLE THORNBURY

CONSTITUTION :: as amended 20nd May 2009

1. NAME

- 1.1. The name of the Group shall be "Sustainable Thornbury" (hereinafter called "the Group").

2. OBJECTIVES

- 2.1 The Group shall work within a geographical area consisting of Thornbury and its surrounding villages.
- 2.2. The objectives of the Group shall be to promote the well-being of everyone living and working in the area, in particular by:
- (a) Preserving and furthering a sustainable and locally-based economy.
 - (b) Encouraging the prudent use of scarce resources.
 - (c) Reducing the area's ecological footprint.
 - (d) Promoting community engagement and social cohesion.
 - (e) Promoting community self-sufficiency.
 - (f) Facilitating the adaptation of the community to future energy and climate challenges
 - (g) Generally doing such other things as are or may be considered by the Group to further the foregoing objectives

3. MEMBERSHIP AND SUBSCRIPTIONS

- 3.1. Membership of the Group shall be open to all persons supportive of the objectives of the Group. Only such members as have attained the age of 16 shall have the power to vote at Business Meetings (see 4.3) or the Annual General Meeting.
- 3.2 Membership is open to all persons regardless of their location within or outside the geographical area described at 2.1 above.
- 3.3 Whether or not to set a subscription, and the rates pertaining, shall be determined at the Annual General Meeting of the Group each year.

4. OFFICE HOLDERS AND MEETINGS

- 4.1. The officers of the Group shall consist at a minimum of the Chair, the Secretary and the Treasurer, who shall be elected at the Annual General Meeting of the Group. The Annual General Meeting shall have power to elect other officers as it determines. All officers must be members of the Group. The minimum age at which people can act as officers of the Group is 18. No officer may serve more than 3 years continuously in the same post. An officer cannot serve again in the same post until one year has elapsed.
- 4.2. Only members who live within the geographical area defined above may vote at an Annual General Meeting of the Group. In the event of a tied vote, the Chair will have a casting vote. Voting at all other meetings is open to all members.
- 4.3 Business Meetings of the Group shall take place as determined by the membership but shall take place at least three times per year (plus the AGM). These meetings shall be quorate if there are at least one office holder and four other members in attendance. All members shall be notified at least 7 days in advance of all Business Meetings.
- 4.4 Business Meetings shall be the forum at which decisions about financial outlay are made. If the meeting is not quorate then no expenditure above £75 can be approved.
- 4.5 The Chair shall preside at Group meetings and be a visible point of contact for the Group.
- 4.6 It shall be the duty of the Secretary to see that the Annual General Meeting and regular Business Meetings are held, ensuring that proper minutes of such meetings are kept and to conduct the correspondence of the Group. Additionally, the Secretary shall:

- (a) prepare an annual report of the activities of the Group during the preceding year.
 - (b) ensure that a register of Members of the Group is kept.
- 4.7 It shall be the duty of the Treasurer to receive, bank and account for all monies collected by whatever agency for the Group from members of the Group or from other sources. Additionally, the Treasurer shall:
- (a) cause proper account books to be kept and ensure that the annual accounts of the Group are independently examined.
 - (b) make the annual Group accounts available for inspection by members in Business Meetings, and present the accounts for adoption by the Group at the Annual General Meeting.
- 4.8 The Group shall open a bank or building society account in the name specified above. At least two of the elected officers shall be signatories to the account, and at least two signatures shall be required on any cheque drawn on this account.
- 4.9 Organisation of specific activities may be delegated at a Business Meeting to a sub-group. The sub-group shall be required to keep records of its activities and expenditure and to report regularly to the Business Meeting.
- 4.10 The Group must hold an Annual General Meeting (AGM) every year and re-elect officers every year. Members seeking election to an office must be proposed and seconded by two separate members of the Group. All members shall be given 21 days notice of an AGM. An AGM shall be quorate if there are 8 members or 10% of the Group in attendance, whichever is the greater.
- 4.11 A Special General meeting (SGM) may be called at any time by the Chair; and must be called on a requisition signed by not less than one-tenth of the membership of the Group, or twenty members, whichever is the greater.

5. RESIGNATIONS OF OFFICERS AND TERMINATION OF MEMBERSHIP OF GROUP

- 5.1. If any officer wishes to resign, (s)he shall inform the Secretary in writing. If the Secretary wishes to resign (s)he shall inform all other officers in writing, and announce this at the next Business Meeting, or in any mailing made before such a meeting. Election of a new officer may take place at that meeting providing that the meeting is quorate.
- 5.2 Any ordinary member of the Group may resign at any time by notifying the Secretary.
- 5.3 If any member is found to act in a way to bring the Group into disrepute, or is found to be acting counter to the objectives set out above, that person's membership may be cancelled following a majority vote to that effect at a Business Meeting. Any member may bring such actions to the attention of the Group by notifying an officer of the Group. The affected person shall be offered the opportunity to speak at any meeting where the continuance of membership is to be raised as an issue.

6. DISSOLUTION

- 6.1. The Group shall be wound up at an AGM or SGM called for that purpose. It shall give all members 21 days notice of that meeting. Where a decision is taken to dissolve the Group, the officers shall have powers to realise any assets held by or on behalf of the Group. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such charitable institution or institutions having similar objectives to the Group, as the members of the Group may determine, or failing that, shall be applied for some other charitable purpose.

7. ALTERATION OF THE CONSTITUTION

- 7.1. This constitution may be altered by a resolution passed by not less than two thirds of the members present and entitled to vote at an AGM or EGM called for that purpose. It shall give all members 21 days notice of that meeting. The notice of the meeting must set out the terms of the alteration proposed.