

Incredible Edible Mytholm Constitution - Updated 8th March 2013 (Unincorporated Association)

1. *Name of organisation:* Incredible Edible Mytholm

2. *Objects of organisation (aims/purposes)*

The primary aim of Incredible Edible Mytholm is to set up a community-owned, not-for-profit business that will buy the Mytholm Works site. The community-owned, not-for-profit business would then run the Growing Futures sustainable food growing scheme, combined with a farm-gate retail outlet for locally-produced food, sustainable food training and education, and ecotourism attraction and hotel.

To this end, IncredibleEdible Mytholm aims to steer the process of:

- employing a cooperative business consultant to carry out a business plan/feasibility study that will demonstrate the viability (or not) of the proposed Growing Futures business
- negotiating with the Mytholm Works site owners about buying the site
- setting up a community-owned, not-for-profit business that will raise capital to buy the site and set up the Growing Futures business

3) *Powers*

In order to pursue its objects, the group may:

- set up a bank account
- apply for grant funding and other sources of funding (eg crowdfunding, donations etc), but is not allowed to borrow
- commission the preparation of a business plan for the Growing Futures sustainable community food business
- set up a spinoff, not-for-profit Growing Futures community-owned business
- carry out educational, research, networking and information-sharing activities to help it pursue its objects

4) *Membership*

Membership is open to any individual who shares the aims of the group.

To become a member, an individual can either apply in writing to the group's Secretary or attend a group meeting and state they'd like to become a member and agree to abide by the rules of this Constitution.

Members may terminate their membership at any time by notifying the group's Secretary.

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The group's committee has the right to end the membership of individuals who behave in ways inconsistent with the rules or values of the association.

5) *Management*

It is impractical for every member to have a vote on every decision. Therefore, an elected management committee will run the organisation on behalf of the members.

The Management committee will consist of Chair, Treasurer and Secretary, two other members and up to three coopted members. The management committee must meet at least 4 times a year, with no longer than three months between meetings. The quorum is four members.

The authority of the voluntary management committee flows from the constitution because every member has agreed to those rules when they sign up as a member. That leaves the office holders as agents for all the members.

The three officebearers and the two other members of the the management committee will be elected at the first meeting of the group. They may then coopt up to three additional management committee members. Management committee membership will last for one year.

After year 1, management committee members will be elected at the Annual General Meeting. (see 6. General Meetings, below).

The management committee has the duty, power and responsibility to pursue the group's objects (see 2, above) by acting on its powers (see 3 above).

Membership of the management committee will end if the member acts against the objects and constitutional rules of the group and a majority of the group's members present at a special general meeting votes for the management committee member's appointment to end.

6) General meetings

The first Annual General Meeting will be held within a year of the group's formation, and then at twelve month intervals. Its business will include:

- Receiving from the management committee an annual report and statement of accounts
- Electing office bearers and other members of the management committee
- Appointing an independent examiner for the coming year

Members may call a special general meeting of the entire membership of the group when there is special business to consider.

7) Procedure at meetings

If the Chair is absent, another office holder will take the chair.

The chair will have a casting vote.

The secretary will keep minutes of all meetings and circulate them for approval at the following meeting.

8) Finance

The group's funds may only be used to further the objects of the group and for no other purpose.

When the group opens a bank account, two signatories are required to sign the group's

cheques. The signatories will be the Treasurer and one of the two other approved/nominated signatories, who must both be members of the management committee.

The accounts of the group are to be independently examined by a reliable, appropriate person nominated and approved by the management committee.

9) Amendments to the constitution

The constitution may be altered by its members at the AGM, or at a special general meeting for the purpose, which members have received proper notice of.

10) Dissolution

If the group decides to wind up and there is money in its bank account after all liabilities have been met, this will be paid to Incredible Edible Todmorden, or another local organisation with similar aims and objectives.