

CONSTITUTION OF TRANSITION TAVISTOCK.

Updated 9th February 2019.

1.0 NAME.

1.1 The Organisation shall be known as ‘Transition Tavistock (“the Organisation”).

2.0 ADMINISTRATION.

2.1 The Organisation is a not-for-profit organisation, managed by a Committee consisting of elected members and appointed members.

2.2 The functioning of the Committee will change as the Organisation evolves, in particular when several Working Groups have been formed.

2.3. The Committee is to carry out administration and management of the Organisation. Non-operational decisions may be made either by the membership or by the Committee, subject to approval by the membership at an Annual General Meeting (“AGM”) or Extraordinary General Meeting (“EGM”).

2.4. The following records shall be kept as paper documents: minutes of Annual or Extraordinary General Meetings, approved copies of the annual accounts and the annual report, records of dismissal of members, and such other records as the Committee may decide. It shall suffice to keep minutes of Committee meetings in electronic form.

3.0 AIMS.

3.1 In response to decreasing oil supplies and global climate change, the Aims of the Organisation are: (a) to bring the community together by sharing knowledge and practical ideas to use less energy and resources; (b) to help build a strong and self supporting community for Tavistock and the surrounding area, seizing the opportunity to bring about a more sustainable and better future.

3.2 The Organisation shall strive in its operations to meet the highest standards of inclusivity, transparency and accountability.

3.3 The Organisation shall adhere to the spirit and principles embodied in the Universal Declaration of Human Rights.

4.0 OBJECTIVES.

4.1 The Objectives of the Organisation are:(a) to maintain an organisational structure and establish targets, plans and operating practices that enable it to work towards the Organisation’s Aims;(b) to maintain a transition plan based on the Transition Network ‘outline plan’ (also known as ‘The 12 Steps’);(c) to implement, monitor, and evaluate the transition plan, carrying out regular progress reviews; and(d) to carry out other projects compatible with the Aims, subject to the endorsement of the Committee.

5.0 POWERS.

5.1 In furtherance of the Objectives in clause 4 above, but not otherwise, the Committee may

exercise the power to:(a) Raise funds and to invite and receive contributions providing that in raising funds the Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;(b) Buy, rent, lease or exchange any property necessary for the achievement of the Objectives; and to maintain and equip it for use;(c) Sell, lease or dispose of all or any part of the property of the Organisation, subject to any consents required by Law;(d) Employ such staff (who shall not be members of the Committee) as are necessary for the proper pursuit of the Objectives;(e) Co-operate with other organisations, voluntary bodies and statutory authorities operating in furtherance of the Objectives or of similar charitable purposes and exchange information and advice with them;(f) Require members to obtain the Committee's authorisation for projects using the name of the Organisation;(g) Do all such other lawful things as are necessary for the achievement of the Objectives.

6.0 MEMBERSHIP.

6.1 On payment of an annual membership fee determined by the Committee, membership of the Organisation is open to any individual who(a) lives or works in Tavistock and surrounding area, that is, in the parishes of Tavistock, Marystow, Coryton, Kelly, Bradstone, Milton Abbot, Dunterton, Lamerton, Sydenham Damerel, Gulworthy, Whitchurch, Buckland Monachorum, Bere Ferrers, Lydford, Brentor, Mary Tavy, Peter Tavy, Dartmoor Forest, Sampford Spiney, Walkhampton, Horrabridge, Sheepstor, Meavy; or(b) lives outside these parishes, provided that their application is approved by the Committee; and who(c) supports the Aims of the Organisation;(d) completes a membership application form; and(e) has their application accepted by the Committee.

6.2 Members can resign at any time by giving written notice to the Committee.

6.3 The Organisation shall maintain a list of members.

6.4 The Committee can end an individual's membership only if the Committee agrees that the membership should be ended and provided that the individual concerned, accompanied by a friend if desired, is given the opportunity to be heard by the Committee before a final decision is made. Agreement must be unanimous with the exception of:(a) the individual concerned, if a member of the Committee and,(b) any Committee member making or connected with the complaint against the individual. The Committee shall maintain written records of the proceedings.

7.0 EXECUTIVE OFFICERS.

7.1 At the AGM of the Organisation, the members shall elect from among themselves 4 Executive Officers, to include a Co-ordinator, a Treasurer, and a Secretary. The Executive Officers shall take up their offices from the end of that meeting.

7.2 If an Executive Officer resigns, the Committee may either(a) call an EGM to choose a replacement; or(b) may elect a replacement from the Committee. In either case the replacement Officer shall serve until the next AGM.

8.0 COMMITTEE.

8.1 The Committee shall be made up of:(a) one representative from each Working Group; and(b) the Executive Officers specified in Clause 7; and(c) not less than two, and not more than six ordinary Committee members elected at the Annual General Meeting. Elected Committee members shall take up their offices from the end of the Annual General Meeting.

8.2 The Committee may, in addition, appoint not more than four members ("Co-opted Members").

8.3 All the elected and co-opted Committee members shall retire from office at the end of the next Annual General Meeting. They may stand for re-election to the Committee.

8.4 The Committee shall meet at least four times per year.

8.5 The duties of the Committee are:(a) to control the affairs of the Organisation, and to ensure that the work of the Organisation advances its Aims and Objectives;(b) to keep accurate accounts of the finances of the Organisation;(c) to keep accounting records that facilitate financial reporting on a per Working Group basis;(d) to keep minutes of Committee meetings and other records to summarise the work of the Organisation and the Working Groups; and(e) to produce an Annual Report for the AGM, giving an account of the work of the Organisation and its activities during the year

8.6 Subject to oversight by the Committee, the Committee (or Committee member) may deputise someone else to carry out its responsibilities.

9 .0 VACATION OF OFFICE.

9.1 Committee members shall vacate their office upon resignation or upon dismissal from their office by resolution of an EGM of the Organisation.

9.2 Upon vacating their office, the departing Committee member shall hand over the Organisation's records, books of account or other relevant documentation to the Committee.

10.0 WORKING GROUPS.

10.1 The Committee may, during a Committee meeting, approve the formation of one or more named Working Groups, each having responsibility for a specific project or special interest area related to the Aims of the Organisation.

10.2 If a Working Group fails to conform to the Aims of the Organisation the Committee may impose appropriate sanctions, even including expulsion from the Organisation.

10.3 Each Working Group has the right to have a voting Representative on the Committee, who shall belong to the Organisation. If the Representative is unable to attend they may nominate as their proxy any Working Group member.

10.4 Each Working Group may choose any member of the Group to be its Representative. Further, any Working Group Representative may also serve as an elected or co-opted Committee member

11.0 MEETINGS.

11.1 Annual General Meetings.

11.1.1 The Organisation shall hold an AGM before the end of April each year. It shall be open to all members.

11.1.2 The Coordinator, or a deputy, shall chair the AGM. The Secretary, or a deputy, shall take minutes.

11.1.3 The accounting records shall be scrutinised by a suitably qualified person who is independent of the Committee and shall be submitted to the members at the AGM.

11.1.4 The Committee shall ensure that there is at least one nomination for all the Executive Officer positions. Any member may nominate, in writing to the Committee and at least 14 days before the AGM, a candidate for any Executive Officer position. Nominations presented after this time may be

included at the discretion of the Executive Officers.

11.1.5 Any member can put forward items to be discussed or voted on at the AGM, provided they are proposed in writing to the Executive Officers at least 14 days before the AGM. Items presented after this time may be included at the discretion of the Executive Officers.

11.1.6 The Executive Officers shall circulate the agenda for the meeting to members not less than 7 days before the AGM. It shall suffice to circulate the agenda to members by email or post.

11.1.7 There will be a quorum when at least 10% of the members of the Organisation or 6 members, whichever is the greater, are present at the meeting.

11.1.8 The business of each AGM shall be to:

- (a) receive and accept the minutes of the previous AGM;
- (b) receive and accept the Annual Report of the Committee;
- (c) receive and accept the scrutinised accounts for the year;
- (d) elect the Executive Officers of the Organisation;
- (e) elect the ordinary Committee members;
- (f) consider and vote on any proposals to alter this Constitution;
- (g) set the date of the next year's AGM; and,
- (h) consider and vote on any other business of which due notice has been given.

11.2 Extraordinary General Meetings.

11.2.1 There are two ways of calling an EGM:

- (a) at any time the Committee may call an EGM; or
- (b) upon presentation to the Committee of a petition, signed by 6 members, requesting an EGM and stating the item(s) to be discussed or voted on, the Committee shall call an EGM within 30 days.

11.2.2 The Coordinator, or a deputy, shall chair the EGM. The Secretary, or a deputy, shall take minutes.

11.2.3 Any member may propose additional items to be discussed or voted on at the EGM. Those items may be included at the discretion of the Committee.

11.2.4 The Executive Officers shall circulate the agenda for the meeting to members not less than 14 days before the EGM. It shall suffice to circulate the agenda to members by email or post.

11.2.5 There will be a quorum when at least 10% of the members of the Organisation or 6 members, whichever is the greater, are present at the meeting.

11.2.6 The business of each EGM shall be to consider and vote on any item(s) proposed to the EGM.

11.3 Voting at AGMs and EGMs.

11.3.1 Each paid-up member has one vote. Working Group members who are not members of the Organisation shall not vote. Anyone may speak, subject to the rules of the meeting. 11.3.2 Votes shall be decided by a show of hands. On request from at least two members, a vote shall be decided by ballot paper.

11.3.3 Those members attending the meeting at which a vote is taking place are eligible to vote. Further, a member may request a proxy vote in advance.

11.3.4 Decisions shall be made by simple majority vote. 1

1.3.5 For any proposal, if the votes on each side are equal, the proposal shall not be adopted.

11.4 Committee Meetings

11.4.1 The Secretary, or a deputy, shall ensure that all Committee members have at least one week's advance notice of Committee meetings.

11.4.2 The quorum for decisions shall be at least three committee members, who may cast their votes electronically.

11.4.3 At each meeting, before any other business is transacted, the Committee shall appoint a Committee member to chair the meeting and shall appoint an individual to be meeting secretary, keeping a written record of the proceedings (see also clause 11.5.2 about decisions to be approved at two separate meetings).

11.4.4 Upon giving one week's notice any member of the Organisation may attend a Committee meeting. Further, the Committee may invite anyone to attend a meeting.

11.4.5 Only Committee members shall vote at Committee meetings. Working group proxies who belong to the Organisation may vote.

11.5 Voting at Committee Meetings

11.5.1 The Committee shall make decisions by a consensus method:

- (a) Firstly, to adopt any proposition, the Committee meeting shall attempt to agree a statement which is acceptable to all Committee members voting at the meeting.
- (b) Secondly, if after a good-faith effort the meeting cannot compose a statement acceptable to the meeting, the meeting shall decide the proposition by majority vote.
- (c) If the votes on each side are equal, the proposal shall not be adopted.
- (d) Non-members of the Organisation may participate in all parts of the process except voting.

11.5.2 For any decision by the Committee, if any Committee member requests, the Committee shall approve the proposition at two separate meetings. After the first approval, the meeting secretary shall notify all members of the Committee of the pending final approval of the proposition. Notification by email, telephone, or post shall satisfy this requirement.

12.0 DISSOLUTION OF THE ORGANISATION.

12.1 Dissolution can only occur by majority vote of the members at an AGM or EGM.

12.2 Upon Dissolution any funds in the account of the Organisation shall be transferred to a local not-for-profit organisation, approved by the membership and having similar aims and objectives.

NOTES TO THE CONSTITUTION.

These notes have no official force. They are intended only as a record of the thoughts of the folks who have worked on this Constitution.

Note 1. For the Transition Town structure recommended by the Transition Network, the Committee consists entirely of Representatives from the Working Groups. There was considerable discussion about whether to include non-WG-Representatives on the Committee: Do we want the Committee to consist entirely of folks working on Transition Tavistock projects? or to include folks other than Working Group Representatives? for example, to represent other segments of the community? or to take advantage of special expertise? or to spread the work of administration throughout the community? If we want non-WG-Representatives, is this structure outlined in the Committee section OK? Probably it would be a good idea to review the structure at a later AGM, perhaps at the second AGM, after TT has been operating for a year.

Note 2. Many people are unfamiliar with consensus methods of making decisions. Consequently it

may be useful to offer training in decision-making by consensus, and more generally in cooperative decision-making.

Note 3. Initially, an inclusive membership fee would be £1 per year, with greater amounts welcome from folks who can afford more.