**Denis’ Field Friends and Growers**

**CONSTITUTION**

1. **Name of the Organisation**
* The name of the organisation is **Denis’ Field Friends and Growers**,

hereafter called ‘the Group’ in the constitution.

1. **AIMS OF THE GROUP**

**The aims are:**

* To enhance the public space known locally as ‘Denis’ Field’ (the playing field which lies south west of Woodlands Avenue, Todmorden, OL14 5LT, next to Stansfield Hall Road and the railway foot bridge).
* To work with Calderdale Council to enhance the public space known as Denis’ Field, the site is also identifiable from its council ID LP0901.
* To support, encourage and enable the community to improve the site for the public to enjoy.
* To create a Growing Space on the site for all to enjoy and develop the biodiversity of the site.
* Fulfil an educational function and a social function for all in Todmorden.
* To have a core membership and a broader group of supporters and volunteers.
* Improve the health and wellbeing of the community by making improvements to the site.

**To achieve these aims the Group may:**

* Raise funds by way of contributions, donations, subscriptions, legacies, grants, and any other lawful method.
* Do all such other lawful things as are deemed necessary.

**3. MEMBERSHIP**

Membership of the Group is open to all people who enjoy Denis’ Field and who wish to be involved in improving the site for the community. Members will be expected to contribute to the best of their abilities with their time and commitment.

There will be an annual membership fee (currently £5 minimum annual contribution), which will enable the group to subscribe to the RHS Community Growing Group membership on an annual basis and will enable members:

* To vote on issues regarding the site.
* To vote on committee members annually.

The secretary will maintain a list of current members to determine their right to vote at an Annual General Meeting.

Membership will be deemed to have lapsed for those who do not maintain payment of the annual fee.

**4. MANAGEMENT**

* The Group will be managed by a Committee elected from the membership each year at an Annual General Meeting.
* At their first meeting after the AGM the committee will elect Chairperson, Vice-Chair, Secretary and Treasurer plus any further posts as decided year on year as necessary e.g. events secretary and fund-raising secretary. Additional Committee members may also be elected at the AGM or co-opted between AGM’s if deemed necessary by the Committee.
* The Committee will have a maximum of 9 members and or a minimum of 4 members.
* All elected Committee members will retire annually but can be re-appointed if willing to stand, for up to a maximum of 3 successive terms of office.
* In the event of the retirement or death of an elected officer the vacancy will be filled by nomination by the Committee.
* The secretary will ensure minutes are kept of decisions made by the Committee.
* The quorum for a Committee meeting will be three of the Committee members.
* The group will have one member who will be the named Safeguarding Lead.

**5. ANNUAL GENERAL MEETING (AGM)**

The Annual General Meeting (AGM) will be held within fifteen months of previous meeting. Seven days written notice will be given of agenda, date, and time of the meeting.

**At each AGM the Committee will:**

* Report on the previous year’s activities
* Give a financial report for the previous year
* Conduct an election of Committee members
* Put forward any proposed amendments to this constitution and/or any other properly notified business.

All decisions will be made by a simple majority. In the case of equality of votes the Chair shall have a casting vote. The quorum for an AGM shall be one third of current members.

**6. EXTRAORDINARY GENERAL MEETING (EGM)**

The Committee or any member may call an extraordinary general meeting at any time. Seven days’ notice will be given to members of date, time and venue of the meeting and a description of the business to be discussed. The quorum for an EGM shall be one third of current members.

**7. FINANCE**

* All funds raised by or on behalf of the Group will be used to further the aims of the group and for no other purpose.
* The treasurer will keep a proper record of the finances of the group and allow independent checking of these records if requested.
* The Group will hold its funds in an account with a bank/building society as the Committee shall from time to time decide. This account will be in the group’s name and two signatures from Chair, Vice-Chair, Secretary and Treasurer will be required to authorise expenditure.
* A report of the year’s income and expenses will be prepared up to the end of month each year for presentation to members at the Annual General Meeting.
* No individual member will make any personal financial or material gain other than legitimate expenses agreed by the committee.

**8. ALTERATIONS TO THE CONSTITUTION**

This constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a properly notified and quorate Annual General Meeting. The notice must include details of the proposed changes.

**9. DISSOLUTION**

If the Committee consider that, on the grounds of finance or otherwise, it is necessary or advisable to dissolve the group it will call a meeting of all members giving not less than seven days’ notice of the resolution to be considered.

If such a decision is approved by a simple two thirds majority of those members present and voting the Group will be dissolved. In this event any assets remaining after the payment of proper debts will be transferred to a voluntary organisation or charity with similar aims as decided by the members.

Signed on behalf of the **Denis’ Field Friends and Growers**

**Chair: Barry Cook**

**Vice Chair: Julia Mercer**

**Secretary: John Zavos**

**Vice Secretary: Shelley Burgoyne**

**Treasurer: Matthew Ludlam**

**Vice Treasurer: Christina MacRae**

Date: 05/02/2021