

CONSTITUTION

1. Name & Structure

- 1.1 The name of the Group shall be Plan B for Hay.
- 1.2 The organisation will be a “Not for Profit” association of members.

2. Aims

- 2.1 To safeguard Hay’s unique qualities as a popular and thriving market town by winning local and national authority backing for Plan B’s intention to:
 - (a) secure alternative funding for a new school free of developer inducements;
 - (b) create an influential community voice in planning Hay’s future.

3. Objectives

- 3.1 The Group will fulfil its aims by:
 - (a) winning a well-supported Hay and district mandate for Plan B’s purpose;
 - (b) challenging developers’ applications to provide a new school and other facilities in exchange for a supermarket or retail development;
 - (c) devising a Plan B scheme for a new school and amenities;
 - (d) identifying the sources of funding necessary to build the school and other facilities from public, private and individual sponsors and donors;
 - (e) building a community-led organisation that is democratic, legally constituted and resourced, which aims to guarantee the people of Hay an influential voice in determining the short and long-term future of their town;
 - (f) taking any action that is lawful and which would help it to fulfil its aims.

4. Membership

- 4.1 Membership of Plan B for Hay is open to anyone concerned with safeguarding Hay-on-Wye’s unique qualities.
- 4.2 Members must be over 16 years of age.
- 4.3 Membership is established by signing an application form or registering online stating agreement with the Group’s objectives.
- 4.4 Membership may be refused if the Management Committee consider such membership would be detrimental to the Group’s aims.

- 4.5 Membership may be terminated by a resolution of the Management Committee if in its opinion the membership of a member is prejudicial to the interests of the Group.
- 4.6 Members may resign by giving notice to the Membership Secretary.

5. Management Committee

- 5.1 A Management Committee shall comprise five (5) elected Officers of the Group being Chair, Plan B Co-ordinator, General Secretary, Membership Secretary and Treasurer together with six (6) nominated leaders of Sub-Committees.
- 5.2 The Officers of the Management Committee shall retire each year but are eligible for re-election at an Annual General Meeting.
- 5.3 The Management Committee shall be responsible for policy and management of the Group.
- 5.4 The Management Committee shall have the power to fill vacancies in its membership and fill any office as necessary.
- 5.5 Meetings of the Management Committee shall be convened by the General Secretary and shall be held at least four times a year.
- 5.6 The quorum necessary for the transaction of business for the Management Committee shall be three (3) of its Officers and four (4) Sub-Committee leaders.
- 5.7 Each decision at a meeting of the Management Committee shall be determined by a majority of the votes of the members present and voting, every member having one vote. In the event of an equality of votes the chair of the meeting shall have the second or casting vote.
- 5.8 The interpretation of the Constitution of the Group shall be vested in the Management Committee, who shall decide all questions relating to the Group.
- 5.9 The Management Committee shall have the power to set up or disband Sub-Committees as deemed necessary. Any new Sub-Committee will have the right to have representation on the Management Committee.
- 5.10 The Management Committee shall be responsible for considering any application for membership and shall decide if the application should be accepted.
- 5.11 The Management Committee shall be empowered to form any rules and by-laws which shall be binding on all Group members.

- 5.12 The Management Committee may employ professional advisors at its discretion.
- 5.13 The Management Committee shall have overall responsibility for controlling the finances of the Group.
- 5.14 The Management Committee will be responsible for approval of expenditure by the Group and will authorise expenditure budgets submitted by Sub-Committees.
- 5.15 The Management Committee will introduce clear procedures for the control of Group expenditure.

6. Sub-Committees

- 6.1 Sub-Committees will be formed at the request of the Management Committee to provide expertise in specified areas of activity.
- 6.2 The Sub-Committees will comprise:
- Planning
 - Feasibility
 - Hearts and Minds
 - Communication
 - Fundraising
 - Legal
- 6.3 Each Sub-Committee will appoint a leader who will represent the Sub-Committee on the Management Committee. A substitute for the leader can attend Management Committee meetings.
- 6.4 The appointment of the leader of each Sub-Committee will be by the members of that Sub-Committee by whatever means they consider appropriate.
- 6.5 Each Sub-Committee may co-opt members as appropriate to fulfil its specific objectives.
- 6.6 Each Sub-Committee will prepare expenditure budgets and can make expenditure proposals but will have no power to authorise expenditure.
- 6.7 Only one member of each Sub-Committee will have the power to vote on the Management Committee.
- 6.8 The Leader or Chair of each Sub-Committee will serve for a maximum period of 12 months. He can retire at any time within that period if, with the agreement of other members of the Sub-Committee, he is able to pass the role to another member. At the end of the 12 monthly period, providing no other member of the Sub-Committee is willing to take on the role of Leader, he may continue in office for a further 12 month period.

7. Finance

- 7.1 The financial year of the Group ends on 31st December and an audited statement of accounts up to and including this date shall be presented to the Annual General Meeting by the Treasurer.
- 7.2 The funds of the Group shall be lodged at a bank or building society or in any other method of investment, and all cheques, drafts etc. drawn on these accounts shall be signed by two Officers of the Management Committee.
- 7.3 An auditor will be elected at the AGM of the Group.
- 7.4 Records of Income and Expenditure will be maintained by the Treasurer and a financial statement given to each meeting of the Management Committee.

8. General Meetings

- 8.1 An Annual General Meeting (AGM) of the Group shall be held before the 31st March of each year when an Annual Report of the Management Committee and a Statement of Accounts made up to 31st December shall be presented. An AGM will be held within 15 months of the previous AGM.
- 8.2 A preliminary notice of at least 30 days shall be given of the date of an AGM inviting nominations for Officers and Resolutions. Subsequently a notice of at least 14 days specifying the date, place and hour of the AGM will be given to include the Agenda and nominations for Officers. Such notices will be personally served where possible by the General Secretary but if this is not possible, it will be deemed served by advertising it in at least 5 public places within Hay-on-Wye.
- 8.3 Resolutions for the Agenda including any proposed changes in the Constitution must be received by the General Secretary at least 21 days prior to the date of the meeting.
- 8.4 Nominations for the Officers must be received by the General Secretary at least 21 days before the date of the AGM. In the event of there being insufficient nominations to fill the posts, nominations may be taken from the floor. Any position not filled at the AGM shall be referred to the authority of the Management Committee.
- 8.5 Nominations can only be accepted from persons eligible to vote at the Annual General Meeting.
- 8.6 No other business may be transacted at the AGM.
- 8.7 An Extraordinary General Meeting shall be convened on a resolution of the Management Committee, or within one month of receipt by the General Secretary of a resolution signed by at least ten members. At least 14 days notice of an Extraordinary General Meeting shall be given to all members.

Only business for which the meeting was convened may be conducted by an Extraordinary General Meeting.

9. General Meetings Procedure

- 9.1 In voting at general meetings members shall each have one vote. No person shall be permitted to vote in more than one capacity.
- 9.2 The elected Chair shall take precedence in chairing general meetings. In the event of the Chair being absent, the meeting shall elect a chairperson from one of the officers.
- 9.3 Normally all matters shall be decided by a show of hands of those members present and eligible to vote, except that at the request of any member present the vote shall be taken by a secret ballot.
- 9.4 Approval by at least two-thirds of those present and voting shall be required to carry any resolution in respect of the Constitution of the Group. Other resolutions shall be decided by simple majority, and in the event of a tie, the Chair of the meeting shall have a second or casting vote.
- 9.5 Any person who is not a registered member shall not be permitted to vote on any resolution.

10. Dissolution

- 10.1 If a resolution to close down the group is submitted by ten (10) members the General Secretary must convene an Extraordinary General Meeting at which the sole business of the meeting will be to dissolve the Group.
- 10.2 If it is agreed to dissolve the Group all remaining money and other assets will be assessed and where possible returned to major donors proportionally. A major donor is defined as one who has donated at least £100.

11. Adoption of the Constitution

- 11.1 This Constitution was adopted by the members present at the First General Meeting held on

..... 2012.

..... Chair

..... General Secretary

..... Treasurer