***GRWP CYMUNEDOL ROWEN COMMUNITY GROUP***

***CONSTITUTION (2021)***

**NAME**

The name of the organisation is Grwp Cymunedol Rowen Community Group referred to below as the Group.

**OUR AIMS** (see Appendix 1 for examples)

To support and enhance the community of Rowen.

To engage with the various needs and wishes of the community as they are raised with the Committee.

To promote a pleasant environment to live in.

To celebrate the history and cultural heritage of the area.

To strengthen the community spirit in Rowen.

To celebrate village life.

To support charities and good causes primarily associated with the community of Rowen and Conwy Valley (as in Appendix 2).

We will work to…

1. Find out the views of the community and support ideas which fulfil our aims.
2. Encourage everyone to join in planning, decision-making and any activities agreed by the Group.
3. Raise funds by way of events, contributions, donations and any other lawful method towards the aims of the Group.
4. Take out insurance to cover the activities of the Group.
5. Work together with other groups, organisations and bodies with an interest in the village.

**MEMBERSHIP**

1. Membership is open to anyone who is part of the community of Rowen.

Being “part of the community” means those who live, work and/or regularly contribute to the well-being of life in Rowen and its environs.

1. If there is any uncertainty about this, the Committee has the right to decide who can be considered for membership.
2. There will be no membership fee.

The Group supports equality and inclusivity, and is opposed to racism, sexism, homophobia and other forms of discrimination. Expressions of such prejudice will be challenged at meetings or other activities of the Group.

**MANAGEMENT**

1. The Group shall be administered by a Management Committee of at least seven members and not more than eleven.
2. The Officers of the Management Committee shall be the Chair, Vice-Chair, Secretary and Treasurer to be elected by and from the Committee at their first Business Meeting following the Annual General Meeting. No Committee member may fill more than one Honorary position.
3. The Group seeks to be inclusive and develop a diverse and representative Committee membership, keeping it accessible and fresh whilst also maintaining healthy continuity for the Management Committee to function well over time.

To this end up to 3 new Committee members (depending on the size of the Committee) will stand down each year by rotation, according to length of time in post.

Up to 3 new committee members will be elected at each AGM.

A person is elected on to the Management Committee for 3 years, though may resign at any time. In exceptional circumstances and with the majority agreement of the Committee this can be extended up to a maximum of 5 years before stepping down.

After 1 year anyone may stand again for election.

1. The Management Committee may co-opt up to four further members (but no more than a third of the committee membership) in an advisory and non-voting capacity. This process may be used, for example, to bring people with specific skills or experience onto the Committee or for assisting with a one-off project.
2. The Management Committee shall hold four open Community Meetings each year. These meetings shall gather ideas, invite discussion, make decisions and provide feedback on the activities to be carried out by the Group.
3. The Management Committee will meet at least four times a year for a closed Business Meeting to execute the decisions made by the Group members at Community Meetings.
4. At least five Management Committee members must be present for decisions to be made.
5. Voting at Management Committee meetings shall be by a show of hands. If there is a tied vote then the Chairperson shall have a casting vote.
6. The Management Committee shall have the power to remove any member of the Committee for good and proper reason eg bringing the Group or Committee into disrepute, regular non-attendance without apology or explanation, unwillingness to follow the Code of Conduct (see Appendix 3).
7. The Management Committee may appoint any other member of the Group as a Committee member to fill a vacancy, provided that the maximum prescribed is not exceeded.
8. A record of all meetings will be taken, kept safely and made available to members of the Group.

**MEETINGS**

PROCESS for all meetings

1. Notices to be posted locally and on-line.
2. Items for the agenda to be sent to the Secretary and Chair 7 days before the meeting.
3. Everyone to speak through the Chair and listen to all contributions with respect. The Chair can temporarily adjourn the meeting if anyone’s behaviour does not comply with the code of conduct.
4. Decisions will be agreed by a simple majority, voted on through a show of hands or a secret ballot, or proxy votes, if agreed (see Appendix 4).
5. Minutes to be taken and kept safely. To be shared with committee members 14 days after a meeting where possible and with the Group members within 28 days of the meeting. They will be made available locally eg in the Memorial Hall, and on-line (respecting privacy).

COMMUNITY MEETINGS (see point 5 above)

1. Open to everyone to gather ideas, hear concerns, discuss options, make decisions and provide feedback on the activities to be carried out by the Group.
2. Notices to be posted 2 weeks ahead of the meeting.
3. Only members can vote.
4. To be held 4 times a year.

BUSINESS MEETINGS (see points 6-10 above)

1. For Management Committee members to execute the plans agreed at Community Meetings.
2. Held following Community Meetings and whenever necessary.

ANNUAL GENERAL MEETING

To be held annually in October or November.

In exceptional circumstances the Committee may defer the AGM by up to 3 months or hold it virtually (see Appendix 5).

1. Notices to be posted 4 weeks ahead of the meeting.
2. The business of the AGM shall include:
   * receiving a report from the Chairperson on the Group’s activities over the year
   * receiving a report from the Treasurer on the finances of the Group
   * electing new members of the Management Committee and
   * considering any other matter as may be decided.
3. Voting by members only.

SPECIAL GENERAL MEETING

1. Can be called at any time at the request of the Committee or by at least 10 members of the Group to discuss an urgent matter.
2. A Notice explaining the place, date, time and reason for the meeting shall be posted at least 7 days beforehand.
3. At least 20 members must be present to enable a Special General Meeting to take place.
4. A two-thirds majority of those voting will pass any proposal.

**VIRTUAL MEETINGS** (see Appendix 5)

Should circumstances dictate that no physical gatherings can take place then any meeting can be conducted on-line using the guidelines offered in.

**PROXY VOTING** (see Appendix 4)

1. Proxy voting will be available for any member including those unable to attend a meeting in person.
2. Proxy voting may be used for any virtual Group meeting.

**ALTERATIONS TO THE CONSTITUTION**

1. The Constitution may only be changed at a Special General Meeting.
2. At least 20 members must be voting and the motion supported by at least two-thirds.

**ACCOUNTS**

1. The funds of the group including all donations and contributions shall be paid into an account operated by the Management Committee. All cheques drawn on the account must be signed by at least two appointed members of the Management Committee.
2. The funds belonging to the Group shall be applied only to further the aims of the Group, after covering expenses.
3. A record of all income, funding and expenditure will be kept and an independent inspection conducted annually.

**DISSOLUTION**

1. The Group may be dissolved by a resolution passed by a simple two-thirds majority of those present and voting at a Special General Meeting.
2. If confirmed, the Committee shall distribute any assets remaining after the payment of all bills to other charitable group(s) or organisation(s) having aims similar to the Group or some other charitable purpose(s) as the Group may decide.

Signed by Chair………………………………………………………. Date……………………………………

Signed by Vice-Chair………………………………………………. Date……………………………………

Signed by Secretary………………………………………………… Date……………………………………

Signed by Treasurer………………………………………………… Date……………………………………

Signed by (Committee)…………………………………………… Date……………………………………

Signed by (Committee)…………………………………………… Date……………………………………

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