

Constitution of the Sustainability & Energy Network in Staveley (SENS) Group

The Constitution was formally adopted on the 14 th January 2008		
Amendment 01	19 th January 2022	Amended paragraph 5(b)
Amendment 02	21 st January 2022	Additional paragraph 9
Amendment 03	February 2023	Additions to paragraph 9

1. Name

The name of the Association shall be Sustainability and Energy Network in Staveley (hereafter called 'the Group').

2. Objectives

The objectives of the Group shall be:

- a) to reduce the human impact on both the local and global ecology of the area within the Kentmere Valley in particular - consisting of the Civil Parishes of Staveley and Ings and Kentmere – and Cumbria in general.
- b) to increase the use of alternative fuel and power sources within the Kent Valley in particular - consisting of the Civil Parishes of Staveley, Ings and Kentmere – and Cumbria in general.
- c) to increase local and global awareness of ecological, Fair Trade and sustainability issues via newsletters and a website in the Kent Valley in particular - consisting of the Civil Parishes of Staveley, Ings and Kentmere – and Cumbria in general.

3. Powers

In the furtherance of the said objectives but not further or otherwise the Group shall have the following powers:

- a) to raise funds and apply for, invite, obtain, collect and receive contributions from any other person or persons whatsoever by way of subscription, donation, grant, legacy and otherwise.
- b) to employ on such terms and conditions of employment the Group shall determine any paid or voluntary worker or workers to assist in the attainment of the said objectives;
- c) to do all such other lawful things as shall further the attainment of the said objectives.

4. Membership

- a. Membership shall be open to all individuals, subject only to 4.(b).
- b. The committee hereinafter constituted shall have the right for good and sufficient reason to terminate the membership of any member provided that the member

concerned shall have the right to be heard by the committee before final decision is made.

5.Honorary Officers

- a) At the Annual General Meeting hereinafter mentioned, the Group shall elect a Chair, a Secretary and a Treasurer (hereinafter called 'the Honorary Officers') being persons who are members of the Group.
- b) The Honorary Officers shall hold office until the conclusion of the next Annual General Meeting after their election but shall be eligible for re-election. Honorary Officers are subject to re-election at each AGM
- c) The Honorary Officers shall be ex-officio members of the Committee hereinafter constituted.

6.Committee

- a) Save as otherwise herein provided, the policy and general management of the affairs of the Group shall be directed by the Committee hereinafter constituted.
- b) The Committee shall consist of the Honorary Officers and not less than two nor more than eight other members of the Group, elected by the Annual General Meeting hereinafter mentioned.
- c) In addition to the Honorary Officers and the members so elected, the Committee may co-opt to serve on the Committee in an advisory capacity of other interested individuals or representatives of statutory or voluntary agencies active in the locality or of such other organisations as the Committee may determine, provided that no such co-opted member shall be entitled to vote.
- d) The members of the Committee shall hold office until the conclusion of the Annual General Meeting next after their election or co-option, as the case may be, but shall be eligible for re-election or re co-option.
- e) The Committee shall meet not less than three times per year.
- f) The Committee shall have the power to fill causal vacancies.
- g) The Committee shall have the power to appoint Sub-Committees, provided that all acts and proceedings of any such Sub-Committee shall be fully reported back to the Committee as soon as possible.
- h) Four members of the Committee (or one third of the Committee members for the time being – whichever is the greater) shall constitute a quorum.
- i) The Chair shall have a casting vote at a Committee meeting. (If a number of votes for and against a proposal are equal, the Chair has deciding or casting vote even if he has voted already).
- j) Minute books shall be kept by the Committee and the Secretary shall enter therein and record all proceedings and resolutions for the Committee.

7.Honorary Officers Duties

- a) Chair. Whoever acts as Chair is responsible to the members for the members for the overall running of the Group: this includes ensuring that the Group meets its objectives, financial affairs, the conduct of meetings, and ensuring that the other Officers and Committee members carry out the duties delegated to them.
- b) Treasurer. The Treasurer is responsible for: paying and receiving money, running the Group account, keeping proper records of payments and receipts, and for

presenting accounts at the AGM (see rule 8). The Treasurer should be consulted about major items of expenditure. If appropriate an Assistant Treasurer can be added as a Group officer (see rule 5), to assist the Treasurer.

- c) Secretary. The Secretary is responsible for day-to-day administration, drafting and circulating agendas and minutes (both subject to the Convenor's approval), dealing with correspondence, and such other duties as may be appropriate. If appropriate an Assistant Secretary can be added as a Group Officer (see rule 5), to assist the Secretary.

8. General Meetings

- a) The first general meeting of the Group shall be held in January 2008 and once in each year thereafter an Annual General Meeting of the Group shall be held at such a time (not more than 15 months after the holding of the preceding Annual General Meeting) and place as the Committee shall determine. At such Annual General Meeting, the place shall include:
 - I. The receipt of the Annual Report and the Accounts for the preceding year from the Committee;
 - II. The election of the Honorary Officers and the members (other than co-opted members) to serve on the Committee;
 - III. The transaction of such other matters as may from time to time be necessary.
- b)
 - I. The Committee may at any time, and the Secretary shall within 21 days or receiving a written request to do so, signed by not less than ten of the members for the time being of the Group (or such other number of the Group the General Meeting may from time to time determine), and giving reasons for the request, call a special General Meeting of the Group;
 - II. Notification of a General Meeting shall be given in writing by the Secretary to all members not less than 28 days prior to the meeting.
- c)
 - I. The quorum for a General Meeting shall be eight members of the Group, or such other number as the Group in General Meeting shall from time to time determine;
 - II. Save as otherwise herein provided, all questions arising at a General Meeting shall be decided by a simple majority of those present and voting thereat. A member of the Group shall be entitled to appoint a proxy who shall be a member of the Group to attend any General Meeting that he or she is unable to attend and to exercise the vote of the member in whose stead he or she is attending in addition to his or her own vote. Provided that no such entitlement shall apply in respect of clauses 9 and 10 hereof. Save as foresaid, no person shall exercise more than one vote but in the case of all equality of votes the Convenor, or in their absence the member elected to chair the meeting, shall have second or casting vote.

9. Policies

SENS will maintain Safeguarding and Data Protection policies along with a Privacy Notice.

SENS will maintain insurance cover appropriate to its activities.

SENS will carry out a risk assessment of any public activity and maintain a record of such assessments.

SENS will maintain records of meetings.

SENS commits to:

- a. Encourage equality, diversity and inclusion in all aspects of SENS activities in line with good practice.
- b. Create an environment free of bullying, harassment, victimisation and unlawful discrimination, promoting dignity and respect for all, and where individual differences and the contributions of all members and general public are recognised and valued.

10. Finance

a)Accounts

- i) The Group shall keep accountancy records;
- ii) The Group shall prepare an annual statements of account;

b)Annual Report

The Committee shall prepare an Annual Report.

c)Funds

The funds of the Group shall be applied in furtherance of its object and no payment shall be made to any member except reasonable and proper out of pocket expenses for services rendered on behalf of the Group.

d)Bank account

A bank account shall be opened in the name of the Group with the Cooperative Bank plc, or such other bank as the Committee may from time to time determine. The Committee shall authorise in writing to the Chair, the Secretary, the Treasurer and one other member of the Committee (not being co-opted members) to sign cheques on behalf of the Group, All cheques must be signed by not less than two of the four authorised signatories, at least one of whom shall be a Committee member.

11. Legal Agreements and Disagreements

In any circumstances in which the Group enters legal proceedings of any kind it is governed by the law of England and Wales.

12. Alteration to the Constitution

No alteration or addition to this constitution shall be made except at a General Meeting of the Group called for such purpose. Alterations or additions to the constitution shall receive the assent of not less than two thirds of all members present and voting at a General Meeting.

13. Dissolution

The Group may be dissolved by a resolution passed by a two thirds majority of those present and voting at a special General Meeting convened for the purpose, of which 21 days notice shall be given to the members. Such a resolution may give instructions for the disposal of any assets held by or in the name of the Group but provided that if any

property remains after the satisfaction of all debts and liabilities, such property shall not be paid or distributed among other members of the Group, but shall be given or transferred to such other institution or institutions having objects similar to some or all of the objects of the Group as the Group may determine and if and in so far as effect cannot be given to this provision, then to some other charitable purpose.