

**Adopted at the AGM 11th March 2013
and as amended V9**

Registered society under the Co-operative and Community Benefit Societies Act 2014

CONSTITUTION

of the

Torquay Allotment Holders Co-op Association Ltd

Affiliated to

The National Society of Allotment and Leisure Gardeners Ltd

O'Dell House
Hunters Road
Corby
Northamptonshire
NN17 5JE

www.torquay-allotments.co.uk

We are on



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1. Name

The name of the Association shall be **Torquay Allotment Holders Co-op Association Ltd.**

2. Site Locations

Stantaway Allotment – Teignmouth Road, Torquay, Devon.

South Parks Allotment – Barton Hill Way, Torquay, Devon.

Beechfield Allotment – Beechfield Avenue, Torquay, Devon.

Quinta Allotment - Lyme View Road, Torquay, Devon.

3. Registered Office

17 Skye Close, Torquay, Devon, TQ2 7DT

4. Removal of Office

In the event of any change in the situation of the registered office, the Secretary shall send to the Registrar notice of such change within 14 days thereof in the form prescribed by the Treasury Regulations

5. Aim of Association

To assist all Members in the pursuit of gardening as a recreation and promote health, education and community fellowship.

6. Objectives

(a) To ensure the allotment site is managed in accordance with The Allotments Acts 1908/50 and to improving standards and facilities on the site.

(b) To establish a working relationship with *Torbay Council* as landlords.

(c) To manage the site as allotment gardens in accordance with the terms of the tenancy agreement with *Torbay Council*.

(d) To administer any distribution service, communal maintenance machinery and equipment including a seed scheme for Members.

(e) To help new gardeners on the site in whatever way is appropriate including providing where possible introduction to a nearby experienced gardener with the view to special help during early months of tenancy.

7. Powers

The Association shall have full power to do all things necessary or expedient for the accomplishment of its objects. No sectarian or party political questions shall be introduced into any meeting and no action of the Association shall be directed towards the propagation of political or religious doctrines, racial or gender discrimination or take part in any political party or religious denominational activities.

8. USE OF NAME

The name shall be mentioned in all business letters of the Association, notices, advertisements, official publications, payments, cheques, goods, purporting to be signed by or on behalf of the Association, and in all bills, invoices, receipts and letters of credit of the Association. Official Communications Shall normally be received and signed on behalf of the Association by the Secretary or in the absence of the Secretary by the Chairperson or Treasurer.

MEMBERSHIP

9. Members

This Association shall consist of all fully paid plot holders on the site. Not more than two Memberships will be allowed for each Plot. New Members will be charge £3.00 Membership fee in their first season or however determined by the Management Committee. Applicants for their first allotment must be given precedence over those applicants who already let an allotment plot from the Association.

Where two members are required an additional £6.00 will be charged per annum

10. Shares

Every member shall hold one share only which shall be forfeited on cessation of membership from whatever cause. Shares shall neither be transferred or withdrawable. They shall be of the value of 10p, this sum being part of a member's initial subscription. Upon cancellation of any shares in accordance with these rules the Treasurer shall make an appropriate entry relating thereto in the list of members.

11. Subscriptions

Member's annual subscription to the association shall be included in their annual plot rent. **Rent Payments:** Rent is due on the **1st January** and is payable in advance. If not paid by **31st January** Membership will lapse with immediate effect and the plot re-let from **10th February**. Payment must be made to the Treasurer only who will issue an official receipt if requested. Please provide a SAE.

Members joining part way through a financial year will pay pro rata fees (unless the plot is in poor condition) Committee to make judgement on what is fair.

New members are still eligible for annual subscription and gate key deposit.

12. Cessation of Membership

A Member shall cease to be a Member in the following eventualities:

- (a) The Member's death.
- (b) The Member's resignation from their plot.
- (c) The non payment of the annual rent.
- (d) Non-Cultivation (See 'Members Rules' 5)
- (e) The expulsion of a Member under Rule 13

13. Expulsion of Members

A Special General Meeting may, by a vote of two thirds of the members present and entitled to vote, expel any member for conduct detrimental to the Association, provided that a notice specifying the conduct for which it is intended to expel, is sent to the member at the address entered in the register of members at least one calendar month prior to the date of the meeting.

LIST OF MEMBERS

14. List of Members

The Committee of Management shall allocate the keeping of a Membership list updated annually to one of its Members in which shall be entered the following:

- (a) Name, address and telephone number of Member
- (b) Date of joining and leaving
- (c) Record of Shareholding

Any Member may see the entry in respect of themselves recorded in the official list of Members and in their own interest must notify any change of address to the Secretary.

GOVERNANCE AND DAY TO DAY MANAGEMENT

15. Governance of the Association shall be vested in the General Meetings

16. Day to Day Management delegated to the Committee of Management

COMMITTEE OF MANAGEMENT AND OFFICERS

17. Committee of Management

The Committee of Management must be Members of the Association and shall consist of a Chairperson, Secretary, Treasurer and 1 Steward from Beechfield and Stantaway. Quinta to have 3 Stewards. South Parks to have 2 Stewards from A Section, 1 Steward for B section and 1 Steward on C Section. All Committee of Management to adhere to Job Descriptions Appendix 01, Appendix 02, Appendix 03 & Appendix 04

18. Election

The Chairperson, Secretary & Treasurer will be elected by Nominations received by the current Management and elected by a show of hands from Members of the Association at an Annual General Meeting. Postal voting will be allowed if requested.

Stewards will be elected by a show of hands but nominations will be taken from the floor at the Annual General Meeting. Postal votes are not permitted for Steward Election

The Elected Management will take office at the end of the Annual General Meeting at which elected until the end of the next Annual General Meeting. The Members shall retire annually and shall be eligible for re-election. No two Members from the same plot to serve on the same main Committee.

Members are ineligible to serve on the Committee of Management if:

- 1) You have demonstrated inappropriate behaviour.
- 2) Still inside your Probation Period of 12 Months.

19. Mid Term Vacancies

The Committee of Management may fill any vacancy arising during the year. Members appointed will be full voting Members of the Committee and count towards a quorum.

20. President and Honorary Vice Presidents

The Annual General Meeting may elect a President and/or Honorary Life Presidents as may be required. These offices will be honorary and non-voting unless the office holder is a Member with normal voting rights.

21. Co-option

The Committee of Management may co-opt any Member to the Committee to assist in its work. Such co-opted Members will be non-voting and not count towards a quorum.

22. Powers of Committee

The Committee of Management shall have full power to supervise and manage the day to day work of the Association according to the rules for the purpose of accomplishing its objectives.

23. Attendances

Any Committee of Management Member who has failed to attend two meetings in any year for any reasons unacceptable to the Committee will cease to be a Committee Member.

24. Removal from Committee

Any officer or member of the Committee may be removed at any time by a resolution of the majority of the members present at an Special General Meeting called for that purpose, which may proceed to fill the vacancy.

MEETINGS OF COMMITTEE MANAGEMENT

25. Frequency of meetings

The Committee of Management will meet quarterly or more frequently if required by decision of the Committee.

26. Quorum at Committee Meetings

A quorum for meetings of Committee of Management shall be 7 or such other number as decided at a General Meeting.

27. Emergency Actions

The Chairperson and either the Secretary or Treasurer may take any executive emergency actions required where it is not practicable for the business to be decided upon at a regular or special committee meeting. Details of the action will be reported and recorded at the next meeting of the Committee of Management.

28. Conduct of Meetings

At all meetings of the Committee every question shall be decided by a majority of votes, If the Chairperson is away an acting Chairperson shall be elected and shall preside for that meeting. The Chairman has a vote and a casting vote when voting on resolutions at any meeting.

FINANCE

29. Financial Records

The Treasurer will keep in date order a record of all income and expenditure related to Association's financial transactions. All expenditure must be supported by a supplier's receipt and an expense form. Rental income must be supported by a list of plots rents stating the plot number, the rental amount and the date banked.

Every year within the time allowed by legislation the Secretary shall send to The Financial Conduct Authority (FCA) the annual return in the form prescribed in the Mutual Societies Annual Return relating to its affairs for the period required by the Act to be included in the return together with:

- A) The latest copy of the Associations Constitution and Members Rules
- B) A copy of each balance sheet made during that period.

Any member of the Association shall be allowed to inspect his own account, and the accounts of the Association at the registered office of the Association, by arrangement with an officer of the Association.

The Show Secretary will be responsible for submitting Accounts to the Treasurer for all activities he arranges. All activities should be run to make a profit unless the Management Committee agrees, prior to the event, to the event being subsidised. In the event of other activities needing to be presented separately e.g. shows, trading then a separate simple sub account will be introduced with the agreement of the Committee of Management.

30. Banking

The Treasurer will maintain a Bank or Building Society cheque book account held in the name of the Association. Cheques shall be endorsed by any two of three authorised signatories, i.e. Chair, Secretary, or Treasurer.

In the event of the Treasurer being away from home for more than five days, the cheque book must be handed to the Chair or Secretary.

31. Annual Accounts Format

The financial year will run from 1st January to 31st December. The Annual Accounts to be prepared by an independent qualified Accountant. The Treasurer will liaise with the Accountant and Lay-Auditor to ensure that the Annual accounts are available to be circulated with the Agenda at the Annual General Meeting.

32. Loans & Borrowing

Loans, borrowing or other credit arrangements will require a specific decision at a Committee of Management meeting or General Meeting before any contractual transaction is entered into.

33. Reports to Committee

The Treasurer shall make a verbal report at each meeting on income and expenditure and liabilities up to the Friday before the meeting, and make available at the meeting the most recent bank statement. The Treasurer's verbal financial report shall be recorded in the minutes.

34. Special Expenditure

When special projects are considered they will be costed as far as possible and the Treasurer will advise the Committee on possible ways of funding.

35. Financial Advice

Where the Association requires financial advice outside the normal experience; the treasurer shall seek what professional advice is required and advise the Committee.

36. Mid Term Vacancy

Where for any reason the Treasurer ceases to hold office the Committee of Management will appoint an Acting Treasurer and ask the Honorary Auditor to carry out an interim audit in preparation for the new Treasurer taking up office.

LAY AUDITOR

37. Appointment of Lay Auditor

The Lay Auditor shall be appointed at each Annual General Meeting and shall hold office until the close of the following Annual General Meeting.

38. Qualifications

The Lay Auditor must not be an officer of the Association or a Member of the Committee of Management and any Member who has demonstrated inappropriate behaviour will be ineligible, but otherwise any person who has agreed to carry out the duty may be nominated and appointed year by year at the Annual General Meeting.

39. Mid Term Vacancy

Where for any reason the Lay Auditor ceases to hold office the Committee of Management will appoint a replacement auditor as soon as is practicable and record the action in the minutes.

AUDIT OF ACCOUNTS

40. Approval of Audit Accounts

The Annual General Meeting will consider the annual accounts presented by the Treasurer and/or the Lay Auditor. Adoptions of the audited accounts will be proposed by a Member other than the Treasurer and Lay Auditor. The Lay Auditor may raise at the Annual General Meeting any financial matters which require the attention of the association.

41. Availability of Audited Accounts

Any Member has the right to request a copy of the adopted audited accounts from the Secretary who will provide a copy within 2 weeks of the request provided that a payment of £2 is enclosed with the request. Audited Accounts are available Free at all Annual General Meetings.

GENERAL MEETINGS

42. Annual General Meetings

The Annual General Meetings shall be held in February Annually or such times as the Committee of Management shall determine as soon after the accounts are completed as is convenient, however, an Annual General Meeting must not exceed Two months from the month of February. Member's only to attend General Meetings.

General Meeting Minutes will be available at all General Meetings. Copies can be obtained from the Secretary providing £2.00 is enclosed with the request.

43. Special General Meeting

A Special General Meeting shall be held whenever the Committee of Management thinks expedient or whenever a written requisition for such a meeting signed by at least 20% of Membership is delivered to the Secretary stating the purpose for which such a meeting is required. A Special General Meeting shall be convened by Committee of Management within 4 weeks of receipt of request. Should the Secretary fail to convene the meeting the Members signing the requisition may convene such meeting by giving such notice themselves.

44. Notice of General Meeting

At least fourteen days' notice in writing to be given for every General Meeting stating the business to be transacted at such meeting. The notice shall be sent to every Member at the address entered in the list of Members and no other business than that stated in the notice shall be transacted at such meeting.

45. Agenda Items

Agenda items must be notified in writing to the Secretary at least 7 days prior to the meeting.

46. Notices of Motions

Notices of motions must be notified in writing to the Secretary at least 7 days prior to the meeting signed by the Proposer and Seconder.

47. Proposed Changes in Rules

Proposed changes in rules must be notified in writing to the Secretary at least 7 days prior to the meeting.

48. Voting at General Meetings

Every Member present at a General Meeting and not otherwise disqualified shall have one vote and where the votes cast in any matter are equal then the Chairperson shall have the casting vote in addition to his/her vote as Member. Voting will be by a show of hands. Chairperson cannot use his casting vote to cause a tie.

Steward election: Members can only vote for the Steward(s) on your field or Sections if South Parks.

49. Presiding Officer at General Meetings

At all General Meetings the current elected chairperson shall preside.

50. Quorum at General Meetings

A quorum at General Meetings shall consist of at least 20% of Membership.

51. Discussions at Meetings

No political or sectarian issue shall be raised or discussed at General Meetings.

52. Rent Increase

Any rent increase must be voted on at a General Meeting

MEMBERSHIP WITH THE NATIONAL SOCIETY OF ALLOTMENT & LEISURE GARDENERS LTD

53. Membership of NSALG Membership Number S240B

Torquay Allotment Holders Co-op Association Ltd is affiliated to, and a Member of the National Society of Allotment & Leisure Gardeners Ltd (NSALG). The Association holds one 10p share in the NSALG Ltd

54. Arbitration

In case any dispute arises between the Association or any of its officers and any Members or persons claiming on account of a Member or under the Rules, or in case of any complaint against any Member, application may be made to the Committee for redress, and should the Committee not bring the parties to agreement, the matter in dispute shall be submitted to arbitration. One arbitrator shall be appointed by each of the parties concerned, and one by the Management Committee of the National Society. The award of the arbitrators shall be final, and the costs of such arbitration shall be borne by the disputing parties in such proportion as the arbitrators may determine. In this rule the word Member includes any person aggrieved who has for not more than Three months ceased to be a Member.

DISSOLUTION OF THE ASSOCIATION

55. Dissolution

The Association may at any time be dissolved by consent of three fourths of the Members, testified by their signatures to an instrument of dissolution. Instructions for dissolution will clearly set out what is to happen to any assets and residual cash after payment of expenses. Cash may be lodged with the National Society of Allotment and Leisure Gardeners H/Q office and held against any reformation of a successor Association.

COPIES OF RULES

56. Copies of Rule

A copy of the rules of the Association shall be delivered free by the Secretary to every Member on joining. Further hard copies may be provided at a cost not exceeding £2 or for free via the Association web site as standard.

AMENDMENTS OF CONSTITUTION OR MEMBERS RULES

57. Mode for Amending Constitution or Members Rules

The rules may be amended by resolution/proposal. A simple majority to decide of those attending a General Meeting called for that purpose.

58. Official Website www.torquay-allotments.co.uk

Job Description: CHAIR (Appendix 01)

The position of Chairman is Honorary. The Chairman will not receive remuneration of any form including Salary, Honorarium, Gratuity, or Payment in kind.

The overall role of the Chairman is to:

- Maintain an overview of the Association's affairs.
- Ensuring that the affairs of the Association are conducted in the best interests of the members and to take the chair at any meeting of the Association.

General responsibilities

- To ensure that the Association complies with its governing document and any other relevant legislation or regulations
- To ensure that the Association pursues its objects as defined in its governing document.
- To ensure the Association applies to resources exclusively for the benefit of its members in pursuance of its objects.
- To safeguard the good name the Association
- To ensure the effective and efficient administration of the Association.
- To protect and manage the property of the Association.
- To ensure that only bona fide, paid up members are able to vote on any resolution at any meeting of the association.

Additional duties of the Chairman

- To ensure that there is a set agenda for any meeting of the Committee.
- To hold meetings of the Association committee of management at no greater interval than three months.
- To ensure a quorum of members is present at any committee, or General, meeting.
- To ensure that the business of any meeting is conducted in an orderly fashion
- To be impartial and to ensure that a fair hearing is given to all sides when resolutions are put before any meeting of the Association
- The Chairman has a vote and a casting vote when voting on resolutions at any meeting. The Chairman shall not use his vote if a resolution has been decided by the committee members present. His vote will not be used to cause a tie in the voting for any resolution. His casting vote only may be used to decide a resolution in the event of a tie in the voting by the committee members present.

To have the following attributes selflessness, integrity, objectivity, accountability, openness, and honesty.

Job Description: Secretary (Appendix 02)

The position of Secretary is Honorary. The Secretary will not receive remuneration of any form including Salary, Honorarium, Gratuity, or Payment in kind.

The overall role of the Secretary is to:

- Maintain an overview of the Association's affairs.
- Ensuring that proper written records of committee proceedings are maintained.

General responsibilities:

- To ensure that the Association complies with its governing document and any other relevant legislation or regulations.
- To ensure that the Association pursues its objects as defined in its governing document.
- To ensure the Association applies its resources exclusively for the benefit of its members in pursuance of its objects.
- To safeguard the good name of the Association.
- To ensure the effective and efficient administration of the Association.
- To protect and manage the property of the Association.
- To ensure that only bona fide, paid up members are able to vote on any resolution at any meeting of the association.

Additional duties of the Secretary:

- To ensure that there is a set agenda for any meeting of the Committee.
 - To give notice of, and to summon committee members to, meetings of the Association committee of management at no greater interval than three months.
 - To give appropriate notice of General Meetings in due time.
 - To maintain a list of prospective members and to recommend re-letting plots as they become vacant, in strict chronological order of the prospective members list.
 - To issue non cultivation notices as necessary after due committee discussion.
 - To ensure a quorum of members is present at any committee, or General, meeting.
 - To ensure that contemporaneous notes are made at meetings, in particular in respect of the resolutions put before the meetings, and the voting which takes place.
 - The Secretary has a vote on resolutions at any meeting.
 - To carry out the decisions of the committee immediately and without fear or favour.
 - To bring to the attention of the committee all items of association correspondence.
 - To ensure that statutory returns are made to the registrar of Friendly Societies (currently the Financial Conduct Authority (FCA) in due time)
- To have the following attributes:-selflessness, integrity, objectivity, accountability, openness and honesty.

- **Job Description: Treasurer** (Appendix 03)

The position of Treasurer is Honorary. The Treasurer will not receive remuneration of any form such as Salary, Honorarium, Gratuity, or Payment in kind.

The overall role of the treasurer is to:

- Maintain an overview of the Association's affairs
- Ensuring its financial viability
- Ensuring that proper financial records and procedures are maintained

General responsibilities:

- To ensure that the Association complies with its governing document and any other relevant legislation or regulations
- To ensure that the Association pursues its objects as defined in its governing document
- To maintain a list of plot holders and to issue demands for rent.
- To ensure the Association applies its resources exclusively in pursuance of its objects
- To safeguard the good name of the Association
- To ensure the effective and efficient administration of the Association
- To ensure the financial stability of the Association
- To protect and manage the property of the Association and to ensure the proper investments of the Association's funds

Additional duties of the treasurer:

- Overseeing and presenting accounts and financial statements.
- Producing regular financial statements and cashflow projections to the management committee of the Association at no greater interval than three months.
- To keep a hard copy of all transactions of the Association's income and expense.
- To produce on demand those financial transactions for perusal by the internal auditor of the Association, or any member of the Association.
- Ensuring that equipment and assets are adequately maintained and insured
- Ensure that the accounts are independently examined.
- Making a formal presentation of the accounts at the annual general meeting and drawing attention to important points in an understandable way.
- Be prepared to make unpopular recommendations to the management committee.
To have the following attributes:
selflessness, integrity, objectivity, accountability, openness and honesty

Job Description: Steward (Appendix 04)

The position of Steward is Honorary. The Steward will not receive remuneration of any form including Salary, Honorarium, Gratuity, or Payment in kind.

The overall role of the Steward is to:

- Monitor the standard of cultivation of plots within the jurisdiction of the steward and to let plots as they become vacate to the next person on the waiting list in strict date order by asking the Secretary.
- Identifying those plots that become vacant.
- Maintain friendly relations with plot holders.
- To take action to protect members against damage, trespass and theft.

General responsibilities:

- To safeguard the good name of the Association.
- To protect and manage the property of the Association.
- To identify if any needs for maintenance on the allotment site, or sites.
- To inform the Secretary of any instances of damage to crops, trespass or theft.

Additional duties of the Steward:

- To attend meetings of the Committee when summoned by the secretary
- To inform the secretary of any plot which is not cultivated to an adequate standard
- The Steward has a vote on resolutions at any meeting.
- To ensure pathways and tracks are maintained.
- To have the following attributes: accountability, openness and honesty.

The Steward is not permitted to re-assign plots to existing members to anyone without the consent from Committee.