

UPPER USK VALLEY RURAL ALLIANCE CONSTITUTION

1. Name and date of commencement

The group shall be called **Upper Usk Valley Rural Alliance** and shall be constituted from March 9th 2015 (hereinafter referred to as UUV).

2. Aims and Objectives

UUV is a non-profit making organisation.

The aim of UUV is to promote the social, economic, cultural and environmental vibrancy of the Upper Usk Valley.

The objectives are:

- To create new and better prospects for people to work and live in the Upper Usk Valley.
- To nurture and support an active and really interesting community.
- To gain a reputation for being a fun and friendly place to visit and stay.
- To improve and safeguard essential services

3. Area of Benefit

The area of benefit is defined as the Community Council areas of Llywel, Masecar, Crai and Trallong.

4. Membership

4.1 Membership of UUV shall be open to residents, businesses and community organisations in the area of benefit irrespective of sex, age, sexual orientation, race, nationality or political, religious or other opinion who/which are:

- Interested in working with UUV to achieve its aims and objectives.
- Willing to abide by the rules of UUV
- People from outside the area can be co-opted for their special expertise but shall not be given voting rights.
- The membership of any group or individual may be terminated for good reason by the management committee. The group or individual will have the right of appeal at a full UUV meeting and will be allowed to be accompanied by a community representative before a decision is made.

4.2 Each member shall have one vote.

5. Powers

UUV shall have the following powers which may be exercised only in promoting its aims and objectives:

- To promote and carry out research and publish the useful results.
- To provide or assist in providing information and support to businesses, voluntary and community bodies in the area of benefit.
- To publish and distribute information.
- To co-operate with and support other groups with similar purposes.
- To raise any funds UUV deems necessary to further advance its aims and objectives.
- To progress developments that assist the regeneration in the area of benefit.
- To buy or sell property, take on leases and employ staff.
- To enter into contracts, as appropriate, for the furtherance of the objectives.
- To do anything else within the law that is necessary to achieve UUV objectives.

6. Management

Officers of UUV shall be elected at the Annual General Meeting and shall comprise a Chairman, Vice Chairman, Treasurer and Secretary, plus additional committee members. These officers will form a Management Committee. If the post of any officer should fall vacant after such an election, the Management Committee will have the power to co-opt new members. The Management Committee shall comprise Members of the UUV only.

7. Sub Committees

- 7.1 The Management Committee may appoint one or more sub-committees for supervising or performing any activity or service. In each such case:
- 7.2 The Management Committee shall define the terms of reference of the sub-committee and may also determine its composition and the duration of its activities;
- 7.3 All acts and proceedings of the sub-committee shall be reported as soon as possible to the Management Committee.

8. Rules of Procedure at Meetings

8.1 Community Meetings

Community Meetings, open to all members of UUV, will be held as and when necessary to discuss progress, debate new ideas and share information.

8.2 Management Committee Meetings

Management Committee shall meet as often as required to make and execute such decisions as are necessary in implementing the aims and objectives of the UUV. The Management Committee shall report all its activities to the Annual General Meeting and shall account to the Annual General Meeting in accordance with article 8.3.

8.3 Annual General Meeting

8.3.1 Not more than fifteen months shall elapse between the date of one Annual General Meeting and the next.

8.3.2 The business of the Annual general Meeting shall consist of:

- a. Approve the minutes of the previous year's AGM
- b. Receive reports from the Chairman and the Secretary
- c. Receive a report from the Treasurer and approve the annual accounts
- d. Elect the Management Committee
- e. Consider changes to the Constitution
- f. Deal with relevant business

8.4 Extraordinary General Meetings

An Extraordinary General Meeting shall be called by an application in writing to the Secretary supported by ten UUV members. The Management Committee shall also have the power to call an Extraordinary General Meeting by decision of a simple majority of its members.

8.4 Notices

At least seven days' notice shall be given to all members of any meeting.

8.5 Voting

8.5.1 Each member shall have one vote, which may be given in person or by proxy appointed in writing.

8.5.2 With the exception of changes to the Constitution, decisions put to the vote shall be resolved by a simple majority of the members present at the meeting.

8.5.3 The Chairman as well as his/her vote shall have a casting vote in cases of equality.

8.6 Quora

The quorum at Community Meetings shall be the presence, or presentation by proxy, of at least six members of UUV.

For Management Committee Meetings the quorum shall be three.

For Annual General Meetings the quorum shall be six, including two members of the Management Committee.

8.7 Changes to the Constitution

- 8.7.1 Any change to the Constitution shall require a two-thirds majority of all those present and eligible to vote at an Annual General Meeting.
- 8.7.2 Notice shall be given to all voting members of any Annual General Meeting as specified in section 8.4 and then any proposal to change the constitution shall be submitted in writing to the Secretary at least three days prior to the meeting.
- 8.7.3 All proposals for changes to the Constitution shall be signed by two members eligible to vote at an Annual General Meeting.

9. Finance

- 9.1 All money raised on behalf of the Association shall be paid into a deposit account or current account with any bank or building society nominated by the Management Committee.
- 9.2 All cheques shall be signed by two of the three nominated Management Committee Members.
- 9.3 The Treasurer will be responsible for the preparation of the annual accounts of UUV which shall be presented by the Management Committee, after audit, at the Annual General Meeting.
- 9.4 The accounts shall be audited by an independent person.

10. Dissolution

Any decision to dissolve UUV must be taken by an Annual General Meeting or an Extraordinary General Meeting.

UUV may be dissolved if two-thirds or more of the members so desire at this meeting. In this event the liabilities of the UUV shall be discharged and the residuary assets distributed to a recognised community group or organisation within the Upper Usk area.

Signed (Chairperson) _____ Date _____

Signed (Committee Member) -----
Date _____