

Transition Malvern Hills Constitution

1. Name

The name of the Association shall be Transition Malvern Hills, also known hereafter as the Association.

2. Aim

The aim of Transition Malvern Hills is to promote, enable and support the Malvern Hills district in its transition to a sustainable and resilient society.

3. Objectives

The key objectives of Transition Malvern Hills shall be:

3.1. To lead, facilitate and support communities within the Malvern Hills District area in moving to a sustainable way of life.

3.2. To this end to work with and support local groups and individuals in activities that assist in this movement

3.3. To raise awareness, amongst those living and working in the District, of the issues arising from climate change and future energy scarcity, and to develop and to promote an energy descent plan for the area.

3.4. To develop and provide supporting resources (including educational materials) for local groups to assist them in building resilience and self-sufficiency, especially among communities most vulnerable to the effects of climate change and energy scarcity.

3.5. To liaise with the national Transition Network and with other organisations involved in the development of solutions to the effects of climate change and energy scarcity that can empower individuals and groups in the Malvern Hills area to become sustainable and resilient.

4. Values

Transition Malvern Hills will work in a way that:

- actively engages, supports and builds bottom up, community energy and ideas to develop local resilience, whilst encouraging learning and connection with other local initiatives.

- respects all those that it comes into contact with as this is seen as part of respecting planet earth, nature and all creatures.
- actively pursues creating sustainable futures in a positive, inclusive and hands-on manner.
- fosters relationships through dialogue and joint action, encouraging self discipline and support.
- ensures its structures and processes support empowerment and attend thoughtfully to any feedback that indicates the Association may not be honouring this value.
- supports the United Nations Declaration of Human Rights.
- ensures that its achievements are regularly celebrated and communicated.

5. Remit

Transition Malvern Hills shall have the remit to:

- 1) Represent the interests of Malvern Hills District in the national Transition Network movement.
- 2) Raise funds to pursue the above objectives.
- 3) Carry out all such other activities, enterprises, projects or ventures that will, in the opinion of Transition Malvern Hills, be deemed incidental or conducive (either directly or indirectly) to the attainment of the above objectives.
- 4) Do such things as are lawful and necessary in order to pursue the aims and objectives of the Association.

6. Membership

6.1. Any person residing or working in the Malvern Hills district who supports the above objectives is eligible for membership. Membership of the group shall be irrespective of race, nationality, class, political views, religious opinion, gender, sexual orientation or disability.

6.2. Those under the age of 16 who reside in the Malvern Hills District and support the above objectives are eligible to join as Junior Members only. They shall not have the right to vote at meetings, but may form their own

representation group, which can be attended by a full member, who may act as an observer and then represent them at meetings.

6.3. Membership shall be created by completion of a registration form.

6.4. Every member will have one vote at Network meetings.

7. Co-ordination

7.1. Transition Malvern Hills is an open network organisation comprising its membership and associated interest groups and all aspects of its co-ordination and workings shall be transparent to all members.

7.2. The Association will use three different types of meeting/forum to coordinate, engage and co-create:

- Steering/Co-ordination
- Network
- Open

8. Steering/Co-ordination Meetings

8.1. The Steering Group will co-ordinate the activities of Transition Malvern Hills until the 'unleashing' when it will evolve into the Co-ordination Group. This section, apart from 8.8, applies to both of these phases, and 'Co-ordination Group' should be substituted for 'Steering Group' below as appropriate.

8.2. Ongoing co-ordination will be provided by a Steering Group of up to 12 members, whose responsibilities include the co-ordination of the Association, supervision of financial matters, supporting development of projects, publicity and liaison with other local organisations.

8.3. The Steering Group will provide the Association's Chairperson, Secretary and Treasurer. Approval of these appointments will be sought from a Network Meeting or Annual Network Meeting.

8.4. The quorum at a Steering Group meeting will be four members.

8.5. The Steering Group may temporarily appoint additional people to the group for specific roles and activities.

8.6. Any member may attend a Steering Group meeting where they can make a valuable contribution.

8.7. Notes from meetings of the Steering Group will be published on the Association's website.

8.8. Membership of the Co-ordination Group will be composed of representatives from the Working Groups active within the Association.

9. Network Meetings

9.1. Network Meetings will provide the opportunity for members and working groups to meet, share and discuss current and planned activities. They will include a social element with nibbles.

9.2. Governance of Transition Malvern Hills resides with members who attend Network meetings.

9.3 Network Meetings will be held at approximately two monthly intervals and may be attended by any member.

9.4. The quorum at a Network Meeting will be 15 members.

9.5. All members are eligible to vote at Network meetings.

9.6. Notice of Network Meetings will be publicised at least two weeks prior to the meeting date.

9.7. At each Network Meeting the Steering/Co-ordination Group will provide an update on key Association issues and shall, when necessary, seek the approval of members for specific actions.

9.8. Network Meetings provide an opportunity for the separate groups, projects and initiatives to share their progress and plans and the possibility of forming new groups or merger groups as needed.

9.9. Network Meetings may also be used to deepen the Transition process bringing in work that has been trialled by the Heart & Soul group.

10. Annual Network Meetings

10.1. The Steering/Co-ordination Group shall hold an Annual Network Meeting (also known as an Annual General Meeting) within 15 months of the establishment of the Association and then, within 15 months of the last, giving at least 21 days notice to members.

10.2. The purpose of the Annual Network Meeting will be to:

- Receive the Annual Report of the Association.
- Receive the independently examined accounts.
- Elect officers of the Association.
- Receive and vote on proposals to change the Constitution.

10.3. The quorum at an Annual Network Meeting shall be 15 members.

11. Special Network Meetings

11.1. The Steering/Co-ordination Group may, at any time, call a Special Network Meeting either for the purpose of altering the Constitution or for considering any matter which the group may decide should be referred to the members in general.

11.2. The Steering/Co-ordination Group shall also call a meeting at the written request of no fewer than six members, who shall be required to give reasons for the request.

11.3. At least 21 days' notice should be given to members of a Special Network Meeting, stating the purpose of the meeting and any resolutions to be made.

11.4. The quorum at a Special Network Meeting shall be 15 members.

12. Open Meetings

12.1. Open Meetings provide an open invitation to all who have been involved in Transition Malvern Hills to date and for newcomers to have an opportunity to see and experience what we are doing.

12.2. Open Meetings will take place between one and three times annually and will aim to actively engage and inform the wider community of the Association's activities and opportunities for change to ensure that achievements are regularly celebrated and communicated.

12.3. Open Meetings will include:

- A short presentation and/or update about Peak Oil, Global Warming and the Transition Town approach.
- Information about the work of existing Groups, Projects and Initiatives.
- An opportunity to get involved in existing activities or to start new ones.

12.4. Part of each Open Meeting will be run using an Open Space design to maintain the energy, inclusiveness and democratic nature of the Transition Towns approach.

13. Notification of Meetings

Dates, times and venues of all Transition Malvern Hills Network and Open Meetings will be shown on the Association website and /or communicated by email and newsletter.

14. Finance

14.1. The Association's finances may be obtained by means of such fundraising activities as the Steering/Co-ordination Group deems acceptable. All monies raised by, or on behalf of, Transition Malvern Hills shall be applied to further the Association's objectives and for no other purpose. Working Groups are free to raise and manage their own funds where this is appropriate.

14.2. The Treasurer shall keep proper accounts of Transition Malvern Hills and shall open a bank account in the name of Transition Malvern Hills. Reports on the finances will be made to the Steering/Co-ordination Group regularly. At least three members shall be signatories to the bank account and at least two of these signatories will be needed to withdraw any monies. Signatories will not sign 'blank' cheques.

14.3. The accounts shall be independently examined each year. The examiner shall not be a member of the Steering/Co-ordination Group.

15. Working Groups

15.1. A Working Group is any group formed as part of the Association to focus on and take action around areas of special interest.

15.2. Working Groups are the fundamental building blocks for how the Association seeks to deliver its objectives.

15.3. Working Groups may make their own financial arrangements to enable them to undertake their activities, subject to any requirements that are laid down

by law or fund providers. Annual or Special Network Meetings may set further requirements beyond a minimum of annual reporting to the Association's Treasurer.

16. Alterations to the Constitution and Status

16.1. Any alteration to the Constitution shall require the approval of a two-thirds majority of those present and voting at an Annual Network Meeting or Special Network Meeting.

16.2. The Association may change its status in the same manner. This may be to amalgamate with another association, society or other body having similar objectives or to adopt a limited company, registered charity or other appropriate legal model.

16.3. The Association shall be responsible for any costs associated with amalgamation or conversion.

16.4. All monies and assets held by the Association at the time of amalgamation or conversion will be transferred to the successor body.

17. Dissolution

17.1. If the Steering/Co-ordination Group should decide by a simple majority that it is necessary or advisable to dissolve Transition Malvern Hills, it shall call a Special Network Meeting.

17.2. If the decision to dissolve is confirmed by a two-thirds majority of those present and voting at the meeting, the Steering/Co-ordination Group shall have the power to dispose of any assets held by Transition Malvern Hills.

17.3. Any assets remaining after the satisfaction of any debts and liabilities shall be transferred to a local Malvern Hills not-for-profit organisation with similar objectives, as approved at the dissolving meeting.

18. Type of Association

Transition Malvern Hills is an unincorporated not-for-profit Association.