

# **"Trawsnewid Calon Teifi The Heart of The Teifi in Transition"**

## **1 Name**

- 1.1 The name of the Association is "Trawsnewid Calon Teifi / The Heart of the Teifi in Transition" (hereinafter called "Calon Teifi").
- 1.2 It will be established as an unincorporated not for profit association, but have the option of changing this at a future date.
- 1.3 It will be community led on an egalitarian basis.
- 1.4 Calon Teifi will support the United Nations Declaration of Human Rights (General Assembly Resolution 217 A (III) of 10 December 1948).

## **2 Geographical scope**

The initial area covered by Calon Teifi shall be including and between Newcastle Emlyn in the West, Llandysul in the East and Drefach Felindre in the South and surrounding areas.

## **3 The Purpose of Calon Teifi**

To create and help implement an Energy Descent Action Plan (EDAP) and to assist the local community to adapt to and become resilient to depleting natural resources by asking the question:

"For all those aspects of life that this community needs to sustain itself and thrive, how do we:

- Dramatically reduce carbon emissions in response to climate change, and
- Significantly increase economic and social resilience in response to peak oil and other diminishing natural resources?"

## **4 Methodology**

The Association will achieve its purpose by:

- 4.1 Promoting, encouraging and supporting the development of education and research concerning areas affected by resource depletion and climate change.
- 4.2 Raising awareness of the issues associated with climate change, peak oil and other diminishing natural resources.
- 4.3 Promoting the Transition Concept in the local community.
- 4.4 Providing the local community with the encouragement and support necessary to make the transition to a significantly lower carbon, more resilient and sustainable future.
- 4.5 Organising public / Transition events, both to raise awareness of relevant issues and to facilitate the exchange of ideas and experience between the community, and the Core Group.
- 4.6 Encouraging and empowering the community to share the decision-making processes.
- 4.7 Liaising with other organisations, including statutory, voluntary and commercial, where appropriate.
- 4.8 Raising funds to fulfil the Purpose of Calon Teifi.
- 4.9 Being mindful at all times of the need for mutual trust and a spirit of co-operation in this endeavour.

## **5. Structure**

### **5.0 The structure of Calon Teifi shall be as follows:**

- Core Group
- Theme Groups
- Membership

#### **5.1 Core Group:** consists of

- Coordinator
- Secretary
- Treasurer
- Theme Group Representatives
- Serving Core Group ordinary Members (if required)

#### **5.2 Co-ordinator:** The role of the Co-ordinator:

- 5.2.1 To be a point for **first** contact for all enquiries, will filter and communicate information and liaise with appropriate individuals and groups.
- 5.2.2 To inform the Core Group, Theme Groups and Membership about local Transition activity on a regular basis.
- 5.2.3 On behalf of the Core Group to engage with other groups, organizations and initiatives including statutory, voluntary and commercial interests where appropriate, to further the aims and objectives of Calon Teifi.

#### **5.3 Secretary:** The Secretary will be responsible for:

- 5.3.1 Keeping a list of current Members' contact details, including annual renewal of Membership and any other matters designated by the Core Group.
- 5.3.2 Giving proper notice of all meetings and receive items for inclusion on the Agenda, and circulate Agenda and Minutes to all Core Group Members.
- 5.3.3 To provide Minutes of Meetings to Members upon request.

#### **5.4 Treasurer:** The Treasurer will be responsible for

- 5.4.1 Maintaining records of income and expenses, preparing financial reports and annual statements of accounts.

#### **5.5 The role of the Core Group shall be:**

- 5.5.1 To co-ordinate Transition activities and raise funds.
- 5.5.2 To hold regular meetings to conduct the business of Calon Teifi. The Core Group shall meet as a minimum monthly.
- 5.5.3 Meetings will be facilitated by a person chosen by the Core Group for a three month period. In the absence of the designated Facilitator, the Core Group will choose a Facilitator for that meeting.
- 5.5.4 To work in partnership with the Theme Groups to further the aims and objectives of Calon Teifi.

- 5.5.5 To report about its past activities to the Annual General Meeting and present plans for the next year to be approved by the Membership.
- 5.5.6 The Core Group may appoint special groups or individuals to undertake specific tasks and projects, and may delegate powers as necessary.
- 5.5.7 Any Core Group member must declare at the earliest opportunity any personal/business interest in any matters considered by the Core Group. This must be recorded in the Minutes of Core Group meetings.
- 5.5.8 Initially the optimum number for the Core Group is 12, made up of elected Officers, Theme Group representatives, and other elected Members (see 6.2.5), with a quorum of 4.
- 5.5.9 The Core Group reserves the right to expel a member, or a Core Group member, where that member may be deemed to have behaved in a way detrimental to Calon Teifi. That expelled member has right of appeal to an Extraordinary General Meeting, which will be called by the Core Group, see 5.8.3 and 6.3.

## **5.6 How decisions are made by the Core Group:**

- 5.6.1 Decisions will be made by consensus, however it should be recognized that blocking a proposal is used as a last resort.

## **5.7 Theme Groups:**

- 5.7.1 The Theme Group will elect one Member to serve on the Core Group as their representative.
- 5.7.2 Members of Theme Groups must be Members of Calon Teifi.
- 5.7.3 Theme Groups are responsible for their own activities and shall have autonomy, always providing they are compatible with the Constitution of Trawsnewid Calon Teifi.
- 5.7.4 Theme Groups who are responsible for their own financial management, must submit income and expenditure figures to the Treasurer in time for the end of the accounting year.

## **5.8 Membership:**

- 5.8.1 Membership is open to anyone who supports the work of Calon Teifi and has completed a Membership Application Form which has been accepted. It is a condition of Membership that the Member signs acceptance of, and adherence to, the Calon Teifi Constitution.
- 5.8.2 Membership is renewable annually, with a subscription fee to be decided at the AGM. Completed Membership Application Forms and Annual Renewal Forms must be submitted to the Secretary.
- 5.8.3 A person ceases to be a Member if they move out of the area, resign in writing, die, fail to complete an Annual Renewal Form or have their Membership terminated by  $\frac{3}{4}$  of the Members present at an Extraordinary General Meeting of the Members of Calon Teifi.
- 5.8.4 Each Member will have one vote at the AGM. Postal votes will be available for AGM on application to the Secretary; see 6.2.8.
- 5.8.5 Each Member attending an EGM will have one vote.

- 5.8.6 Members (including the Core Group) may receive remuneration (over and above out-of-pocket expenses) for provision of goods and services if funding is available; however, in the interests of openness and transparency, this is conditional upon any two of the signatories determining that this is best value for money.
- 5.8.7 The Core Group may borrow from Members but any investment or loan cannot influence proposals or decisions in any way. If any interest is payable, it must represent best value for money.

## **6.0 Processes**

### **6.1 Financial Arrangements:**

- 6.1.1 Calon Teifi shall not trade for profit. Any surplus shall be employed as follows in proportion and in a manner as the Core Group from time to time or the Membership at an Annual General Meeting shall decide.
- 6.1.2 Calon Teifi shall operate a bank account in the name of Trawsnewid Calon Teifi for the continuation and development of the Calon Teifi Transition Initiative. Initially, all income will be paid into this account and all cheques drawn on the account shall require the signatures of any two of three designated Core Group Members. As Theme Groups develop they may wish to be financially independent and manage their own funds.
- 6.1.3 For accounting purposes any restricted or designated funds will appear separately.

### **6.2 Annual General Meetings:**

- 6.2.1 Calon Teifi shall, in each calendar year, hold an Annual General Meeting and shall specify the meeting as such in the notice calling for it. The Notice must be given 5 weeks before the Annual General Meeting and must include an agenda. Members wishing to place an item on the agenda under Any Other Business must submit this to the Secretary not less than 14 days before the AGM.
- 6.2.2 The first Annual General Meeting must be held within 9 months of acceptance into the Transition network.
- 6.2.3 The Annual General Meeting shall review accounts, balance sheets and reports of the Treasurer.
- 6.2.4 The Core Group will present a review of activities of Calon Teifi over the previous period, and present for approval by the Members proposed plans and projects for the coming year.
- 6.2.5 The Annual General Meeting will elect the Coordinator, Treasurer, and Secretary. Any Member of Calon Teifi can be nominated as an Officer. If only one person is nominated as an Officer then they will be elected for that role. In the event of more than one nominee as an Officer there will be a vote by the Members.
- 6.2.6 Until such time as there are sufficient Theme Group Representatives, other Core Group Members will be elected at the AGM. If the three Officials plus Theme Group Representatives number less than 12, other Core Group Members will be elected to make the size of the Core Group up to its optimum of 12 people. If there are more nominees for Core Group Membership than required, then there will be a vote by the Members.

- 6.2.7 The Secretary must receive nominations to the Core Group not less than 3 weeks before the AGM.
- 6.2.8 Members may apply for a postal vote on application to the Secretary not less than 4 weeks prior to the Annual General Meeting. Postal votes must be returned to the Secretary 1 week before the Annual General Meeting.
- 6.2.9 Nominees, and those proposing nominees, must have been Members of Calon Teifi for six months prior to the Annual General Meeting. Nominees must signify their acceptance of the nomination on the nomination form. Nomination forms will be sent out with the Notice calling the Annual General Meeting.
- 6.2.10 Theme Group Representatives will retire at the Annual General Meeting; they can be re-nominated for a further term by their Theme Group.

### **6.3 Extraordinary General Meetings:**

The Core Group, or by request of not less than 25 Members, may, within 21 days notice, call an Extraordinary General Meeting of Calon Teifi at any time. The notice to all Members must state the business to be discussed.

### **6.4 Alterations to the Constitution:**

- 6.4.1 Subject to the restrictions below in clause 6.4.2, the Constitution may be altered by a resolution passed by not less than 66% of the Members voting at an Annual General Meeting.
- 6.4.2 No amendment may be made to the following clauses :
  - 1.1 The Name of the Association
  - 3 The Purpose
  - 5.0 The Structure of Calon Teifi
  - 5.5.7 Declaration of interest (Core Group)
- 6.4.3 Proposals for alterations to the Constitution must be submitted in writing to the Secretary not less than 4 weeks prior to the Annual General Meeting.

### **6.5 Winding up the Organization:**

- 6.5.1 The organization may be dissolved by a resolution passed by not less than 66% of Members at an Extraordinary General Meeting of Calon Teifi.
- 6.5.2 In the event that a resolution to dissolve Calon Teifi is passed, any remaining assets, after settlement of all proper debts and liabilities, shall be given over to a Group having similar aims to Calon Teifi.

### **6.6 Arrangements until first Annual General Meeting:**

- 6.6.1 Until the first Annual General Meeting takes place, this Constitution shall take effect as if references in it to the Core Group were references to the persons whose signatures appear in the last part of this document.
- 6.6.2 All Members who signed up before the first Annual General Meeting shall be able to nominate and vote at the first AGM and to nominate and vote for the Officials and other ordinary Members on the Core Group. Thereafter, a Membership of not less than six months will entitle a Member to nominate or be nominated as Officials and Core Group Members and vote at the Annual General Meetings.

This Constitution was approved by:

Roger Adams.....

Kate O'Dell.....

Nuala Bailey.....

Christine Fletcher.....

J.S. 'Brig' Youngs.....

Tim Swann.....

Jill Sutton.....

Date:.....

The Constitution will be approved and ratified by the Members of Calon Teifi at the first Annual General Meeting