



**Constitution 2025
Version 2**

CONTENTS

1.	Name	3
2.	Objectives	3
3.	Powers	3
4.	Membership	3
5.	Trustees	4
6.	General Meetings (AGM and EGM)	5
7.	The Committee	5
8.	Committee Proceedings	6
9.	Committee Powers	7
10.	Benefits to Members and Committee Members	7
11.	Property and Funds	7
12.	Records and Accounts	7
13.	Data Protection	8
14.	Amendments	8
15.	Dissolution	8

CONSTITUTION

2025

1. Name

Dean Row Allotment Trust – hereafter the Trust.

2. Objectives

The Trust will operate as a non-profit making organisation to further the following objectives:

- 2.1 To promote the interests of all plot holders in their allotment activities, including cooperating with other gardening or related associations in matters of mutual interest.
- 2.2 To promote, protect and improve the site for the benefit of all plot-holders.
- 2.3 To encourage all plot-holders to assist the Trust.
- 2.4 To make the site welcoming and available to all members of the local community, especially under-represented groups.
- 2.5 To seek additional benefits for members in support of the Trusts objectives.
- 2.6 To represent the membership in dealings with the owners of the site and with any other appropriate authorities, on all matters relating to the site

3. Powers

The Trust has the following powers, which may be exercised only in promoting the Objectives, managing the allotments and to make agreements with allotment holders on such terms, including rent and other charges, and subject to such rules as the Trust shall determine from time to time.

- 3.1 To raise funds for site improvement.
- 3.2 To acquire or dispose of property of any kind.
- 3.3 To set aside funds for special purposes or as reserves against future expenditure.
- 3.4 To insure the property of the Trust against any foreseeable risk and take out other insurance policies to protect the Trust, its officers and its volunteers.
- 3.5 To do anything else within the law which promotes or helps to promote the Objects.

4. Membership

- 4.1 Membership is confined to those persons renting an allotment from the Trust and membership is automatically terminated when a member ceases to hold an allotment. Members should have one plot each unless each unless one of the following is agreed by the committee.

An existing member may be offered an additional plot if a new tenant cannot be found.

Two people can share a plot and be full members. The rent will not be affected but an extra levy will be taken equal to the cost of the National Allotment Society fee. The division of the rent between the two will be for the two to decide between them. The plot as a whole needs to meet the requirements in the Tenancy Agreement. If one of the sharing tenants drops out, full tenancy should be offered to the other. If the plot fails to pass the requirements of the probation, the committee may decide to offer one

full tenancy of the plot starting their probationary period a fresh. Any dispute between the two tenants will be decided by the committee.

- 4.2 The Committee may establish different classes of membership, prescribe their respective benefits and duties and set the levels of any subscriptions

The membership, probationary – refer to Appendix 2, Probationary Tenant, Full Membership, Non-Voting Members.

- 4.3 The Committee must keep a register of members.
- 4.4 A member whose subscription is three months in arrears ceases to be a member unless committee decide to allocate more time.
- 4.5 A member whose subscription is three months in arrears ceases to be a member unless committee decide to allocate more time.
- 4.6 The Committee may refuse membership to any person if in their reasonable opinion that person being a member would be harmful to the Trust. The Committee may pass a resolution to terminate a membership immediately if seen to break code of conducts.
- 4.7 The Committee may by resolution terminate the membership of any member on the ground that in their reasonable opinion the member's continued membership would be harmful to the Trust. The Committee may only pass such a resolution after notifying the member in writing and considering the matter in the light of any written representations which the member puts forward within 14 clear days after receiving notice. The Committee shall offer the member the opportunity to meet with the Committee or such person or persons it may appoint for this purpose. At such a meeting the member shall be entitled to be accompanied and assisted by one person of his or her choosing. A member is not entitled to a refund of any subscription, allotment rent or other payment, but the Committee may at its absolute discretion make a whole or partial refund.
- 4.8 The Trustees will be responsible for signing the lease on behalf of the Trust. The Trustees will also be responsible for upholding the terms of the lease.

5. Trustees

- 5.1 Trustees are responsible to HMRC and their accountability is defined by the HMRC.
- 5.2 It is the responsibility of the Trustees to ensure that the Trust does not act illegally, finances are not misused and that the Trust is run for the benefit of the Trust members.
- 5.3 Dean Row Allotment Trust should have between 2 & 4 Trustees according to HMRC rules.
- 5.4 Any member of Dean Row Allotment Trust can volunteer to be a trustee. A Trustee must always be a member of Dean Row Allotment Trust.
- 5.5 Trustees are appointed by a simple majority at an AGM. A two thirds majority vote by the Dean Row Allotment Trust Committee can appoint Trustees on an interim basis. Interim appointments will need to be ratified at the next AGM. A Trustee will remain as a Trustee until they resign, are no longer a member of DRAT or removed.
- 5.6 Trustees have the power to veto decisions made by the Dean Row Allotment Trust committee or by the AGM if the decisions are not in keeping with their responsibility as a Trustee. A veto will remain in place until cancelled by the trustees. Veto decisions will require a simple majority of the trustees (i.e. both trustees if there are only 2 trustees)
- 5.7 Trustees can be removed as Trustees by a vote of no-confidence by two thirds majority at an AGM or EGM.
- 5.8 Trustees will be responsible for HMRC communications.

- 5.9 It is the responsibility of the elected officials to keep all the trustees informed and to endeavour to avoid any increase in Trustee liabilities.

6. General Meetings (AGM and EGM)

- 6.1 Members are entitled to attend general meetings of the Trust. General meetings are called at least fourteen clear days written notice to the members specifying the business to be transacted.
- 6.2 There is a quorum at a general meeting if the number of members or authorised personally present is at least three.
- 6.3 The Chairperson, Treasurer or Secretary is unwilling or unable to act some other member appointed by the committee members who are present or failing that elected by those members present, presides at a general meeting.
- 6.4 The Chairperson of the meeting or not less than five members present in person, before or after a show of hands, a poll vote.
- 6.5 Members may not appoint a proxy unless the Committee invites members to appoint a proxy when they shall issue proxy forms to all members with the notice of the meeting.
- 6.6 Except for the Chairperson of the meeting, who has the casting vote, every member present in person is entitled to one vote.
- 6.7 An AGM must be held in every year and must be called giving twenty eight clear days.
- 6.8 At an AGM the members:

Approve the minutes of the previous AGM and any intervening EGMs.

Receive the report of the Committee on the Trust's activities since the previous AGM.

Receive the accounts of the Trust for the previous financial year.

Appoint an independent examiner for the Trust account.

Elect Officers and Committee Members to fill the vacancies arising, through an election determined by the Committee which must include all members being invited to nominate themselves or other members as candidates and all candidates names being supplied to members with the notice of the meeting; and discuss business put before them by the committee.

- 6.9 Any general meeting which is not an AGM is an EGM.
- 6.10 An EGM may be called at any time by the Committee and must be called within fourteen clear days after a written request to the Committee.
- 6.11 A member's request for an EGM is subject to the following: members can call for an EGM shall state the business of the meeting and the resolution or resolutions to be put to the meeting.
- 6.12 A member's request shall be accompanied by the name, address and signature of each member making the request. The Committee are obliged to arrange a meeting within 14 days.
- 6.13 The AGM will decide whether to ratify any of the following documents with a simple majority.

7. The Committee

The following assumes there are sufficient members to satisfy the rules and fill the positions. Flexibility should apply in order to ensure continued effective management of the Trust.

Where there is a shortfall of available members, one each of officers and committee members

may be former members, or honorary members however defined, until full members become available.

- 7.1 The Committee has control of the Trust and its property and funds.
- 7.2 The Committee when complete consists of eight individuals, all of whom should be members. The Committee ideally consists of three elected Committee Officers and five selected Committee Members.
- 7.3 All elected Committee Officers and selected Committee Members must stand down at each AGM but, if eligible, may re-stand for election/selection.
- 7.4 No member is eligible to stand for election/selection if he or she:

Has been a Committee Officer for five consecutive periods from one AGM to the next AGM. Such a member may be co-opted as a selected Committee Member but may not stand for election again until he or she has ceased to be a Committee Officer for the whole of the period from one AGM to the next AGM.

Is in rent arrears.

Has a current improvement notice.

- 7.5 The Committee may co-opt as a Committee Member any member to fill a casual vacancy amongst the elected Committee Members.
- 7.6 Selected Committee Members are appointed by resolution of the Committee to hold office until the end of the next AGM.
- 7.7 A Committee Member's term of office automatically terminates if he or she:

Is incapable, whether mentally or physically, of managing his or her own affairs.

Is absent from consecutive meetings of the Committee.

Resigns by written notice to the Committee (but only if at least two Committee Members will remain in office).

Is removed by a resolution passed by every one of the other Committee Members after they have invited the views of the Committee Member concerned and considered the matter in the light of any such views. The Committee shall offer the Committee Member the opportunity to meet with the Committee and at such a meeting the Committee Member shall be entitled to be accompanied and assisted by one person of his or her choosing.

- 7.8 A retiring Committee Member is entitled on written request to an indemnity from the continuing Committee Members at the expense of the Society in respect of any liabilities properly incurred while he or she held office.
- 7.9 A technical defect in the appointment of a Committee Member of which the Committee is unaware at the time does not invalidate decisions taken at a meeting.

8. Committee Proceedings

- 8.1 The Committee must hold at least two meetings each year.
- 8.2 A quorum at a Committee meeting shall be 4, including at least 2 Officers of the of the committee and a Trustee.
- 8.3 The Chairperson or (if the Chairperson is unable or unwilling to do so) the Trust Secretary or if the Trust Secretary is unable or unwilling to do so) some other Committee Member chosen by the Committee Members present presides at each meeting of the Committee.

- 8.4 Except for the Chairperson of the meeting, who has a casting vote, every Committee Member has one vote on each issue.
- 8.5 A procedural defect of which the Committee is unaware at the time does not invalidate decisions taken at a meeting of the Committee.

9. Committee Powers

The Committee has the following powers in the administration of the Trust:

- 9.1 To appoint and remove any member of the committee other than officers.
- 9.2 To make standing orders consistent with this Constitution to govern proceedings at general meetings.
- 9.3 The committee will manage the Trust on behalf of the members.

10. Benefits to Members and Committee Members

- 10.1 The property and funds of the Trust must be used only for promoting the objectives and may not be distributed to the members or the Committee Members.
- 10.2 No Committee Member may receive any payment of money or other material benefit (whether direct or indirect) from the Trust except:
 - 10.2.1 Reimbursement of reasonable out-of-pocket expenses (including travel costs) actually incurred in the administration of the Society.
 - 10.2.2 An indemnity in respect of any liabilities properly incurred in running the Trust (including the costs of a successful defence to criminal proceedings).
 - 10.2.3 Payment to a company in which the Committee Member has no more than a one per cent shareholding.
 - 10.2.4 Benefits in his or her capacity as a member.
- 10.3 No Committee Member may receive any payment of money or other material benefit (whether direct or indirect) from the Trust except:
 - 10.3.1 The goods or services are actually required by the Trust.
 - 10.3.2 The nature and level of the benefit is no more than reasonable in relation to the value of the goods or services and is set by the Committee in accordance with the procedure.
 - 10.3.3 Not more than half of the Committee Members are interested in any such contract in any one financial year.
- 10.4 Whenever a Committee Member has a personal interest in a matter to be discussed at a meeting of the Committee or a sub-committee, he or she must:
 - 10.4.1 Declare an interest before the meeting or at the meeting before discussion begins on the matter.
 - 10.4.2 Be excluded from that part of the meeting unless expressly invited to remain in order to provide information.
 - 10.4.3 Not be counted in the quorum for that part of the meeting.

11. Property and Funds

The Trust must have one or more bank accounts and all bank accounts which hold the Trust's funds must be in the name of the Trust and require at least two signatures on every payment over £200. and can be agreed by email.

12. Records and Accounts

- 12.1 The Committee must keep proper records of all proceedings at general meetings, Committee meetings and all professional advice obtained.
- 12.2 Accounting and all other records relating to the Trust must be made available for inspection by any Committee Member at any time during normal office hours and may be made available for inspection by members if the Committee so decides.
- 12.3 A copy of the Trust's latest available statement of account must be supplied on request to any Committee Member or member.
- 12.4 The Treasurer should provide a summary of accounts at each meeting.

13. Data Protection

The information is securely stored in the Dean Row Allotment Trust. Under data protection law, you have rights including, your right of access. You have the right to ask us for copies of your personal information.

14. Amendments

This Constitution may be amended at a general meeting by a two-thirds majority of the votes cast.

15. Dissolution

- 15.1 If at any time members at a general meeting decide to dissolve the Trust, the Committee Members will remain in office and will be responsible for the orderly winding up of the Society's affairs.
- 15.2 After making provision for all outstanding liabilities of the Trust, the Committee must apply the remaining property and funds in one or more of the following ways:

By transfer to one or more other bodies established for purposes within, the same as or similar to the Objectives; or

Directly for the Objectives or purposes within or similar to the Objects.

ADOPTED at the AGM held at the **Wilmslow Conservative Club**,

Name of the Chairperson of the Meeting: Sue Worthington

Signature: *Sue Worthington*

Name of the Witness to the above Signature: _____

Signature: _____