

Constitution of the Silverdale District Woodbank

November 2018

Formal name: Silverdale District Woodbank Limited (“the Woodbank”). It is a private company limited by guarantee without share capital. Company number is 9809028 There are Articles of Association governing the operation of the Company. They have precedence if there is any conflict with this Constitution.

1. Aims

1.1 The aims of the Woodbank are (not in order of priority) to:

- a) Work with local landowners to conserve and sustainably manage woodlands within the Arnside and Silverdale Area of Outstanding Natural Beauty ("the AONB")
- b) Help reduce the carbon footprint of the AONB by using wood products for wood fuel and greenwood crafts etc.
- c) Connect the local communities and especially the younger generations of the AONB to their woodlands
- d) Help to alleviate fuel poverty and dependency on fossil fuels
- e) Educate the local community in sustainable management and woodfuel usage
- f) Improve local wildlife habitats.

2. Powers

2.1 To support the achievement of its aims the Woodbank may take action or undertake activities which are lawful including but not limited to:

- a) Buy or otherwise produce or have produced leaflets or other hard copy documents, advertisements, information boards or web based information;
- b) Affiliate or otherwise work with other organisations or individuals; apply for and accept grants
- c) Receive income or other benefit in kind in exchange for work done for other organisations or individuals
- d) Purchase, hire loan or otherwise acquire, permanently or temporarily, tools, equipment, vehicles or other transport, or obtain the services of contractors or other organisations and individuals and meet any associated costs
- e) Meet all costs associated with the operation and proper conduct of the Woodbank's activities or contribute to the costs of doing so;
- f) Accumulate funds for such periods as is allowed by law, and to receive grants, voluntary donations and subscriptions for any of the purposes of the Woodbank;
- g) Sell wood of various kinds to Members

3. Management arrangements

3.1 The management of the Woodbank shall be delegated to a Committee consisting of the Officers, and a maximum of four ordinary members to be elected at the Annual General Meeting. (The Directors have formally delegated their decision making powers to this Committee.)

3.2 The Officers of the Woodbank are the Chair, Secretary, and Treasurer.

4. Membership

- 4.1 Any household, that supports the aims of the Woodbank may apply in writing to the Membership Secretary for membership.
- 4.2 The Committee may request reasonable information from applicants before granting membership.
- 4.3 The Committee shall not reject an application without sufficient reason.
- 4.4 The Committee may at their discretion invite members or non-members to become Honorary members with or without payment of a subscription.

5. Subscriptions

- 5.1 The Annual Subscription will be determined each year at the Annual General Meeting (AGM).
- 5.2 The Committee may reduce or waive the subscription for any members or category of members.
- 5.3 Subscriptions are due on the 1st September of each year.
- 5.4 The Committee have adopted a protocol for membership renewal. This protocol may be changed from time to time by the Committee.

6. Termination of Membership

- 6.1 A member may resign by written notice to the Membership Secretary.
- 6.2 A persons/households membership shall cease if they have not paid their subscription by the date of the AGM.
- 6.3 The Committee shall have the right to terminate a persons/households membership of the Woodbank if, in their opinion there is sufficient reason for so doing, but only after the member(s) has(have) had a fair opportunity of being heard.

7. Annual General Meeting(AGM).

- 7.1 The AGM shall be held each year usually in November. A report on the past year's activities shall be given by the Chair. The quorum at the AGM shall be 9.
- 7.2 The business to be conducted at an AGM will include:
- a) Minutes of the last AGM and any Extraordinary General Meeting
 - b) Chair's report
 - c) Treasurer's report
 - d) Appointment of Directors, Officers and Committee members
 - e) Level of subscriptions
 - f) Additional items can be added by the Committee and, in cases of urgency, by the Chair (urgency to be determined solely by the Chair)
 - g) Members can notify the Secretary of any additional items that they want to be considered but must give at least 30 days notice in writing before the date of the AGM
- 7.3 Extraordinary General Meetings can be called by the Committee or by any 5 individual members or households, providing the Secretary with full details of any issue they wish to be considered including the text of any draft resolution

8. Committee

- 8.1 Only members of the Woodbank are eligible for election to the Committee.

8.2 They must be nominated for membership of the Committee by a proposer and a seconder both of whom must be members of the Woodbank. Each nominee shall sign a form of consent to their nomination.

8.3 The Committee has the power to fill casual vacancies until the next AGM.

8.4 The term of Office for Committee members and Officers of the Woodbank is three years, or until they resign from either the Committee or the Woodbank, whichever comes first. Retiring Committee members and Officers can stand for re-election.

8.5 The quorum at Committee meetings is 3

8.6. The Committee may delegate any of its powers to a member of the Committee and any delegation may be general or relate to some specific matter. All delegations, and any conditions attached to them, shall be recorded in the minutes of the Committee.

9. Voting

9.1 All voting at any meeting by show of hands unless otherwise resolved by a majority of those present.

9.2 Each household shall have one vote on each issue at a meeting.

10. Finance

10.1 Accounts shall be kept by the Treasurer and submitted annually to, and approved by, the members at an AGM. The accounts shall run from November to October

10.2 The Woodbank shall hold its funds in a bank account with 3 signatories with 2 of the 3 being needed to withdraw funds.

10.3 In addition to payments by cheque, the Treasurer is authorised to pay accounts of up to £200 owed by the Woodbank either electronically, (BACS or online banking), or by telephone banking. The Treasurer will e-mail details of any accounts paid electronically or by telephone to Committee members before each meeting. Electronic or telephone payments over £200 require Committee approval.

10.4 The Treasurer is also authorised to reimburse out of pocket expenses of up to £50 incurred by members of the Society and which are supported by appropriate receipts.

11. Miscellaneous provisions

11.1 The Woodbank will maintain appropriate liability insurance cover for members , including Directors, Officers and Committee members, working on its behalf.

11.2 Appropriate health and safety processes and procedures will be implemented and risk assessments carried out for all practical work tasks. Members must comply with all health and safety requirements.

11.3 No amendment to the Constitution may be made unless approved either at an AGM or an Extraordinary General Meeting

11.4 Should the Woodbank cease to exist any assets shall be given to Landscape Trust

