

Agenda for EGM on January 14th 2019 at Kings Arms Barn. 7:30pm

1. Ratify the new constitution

See below in this document.

2. Discuss the "Aims and Aspirations" of Henley in Transition

Towards creating a document to help explain what HiT is about and to help define what a project compatible with HiT looks like.

3. Discuss how to develop our "Outreach" project.

This is an aspiration to become a major channel for environmental and community news in Henley. How can we get people interested and involved.

4. Getting the Council to declare a Climate Emergency

Many councils in the UK and abroad are declaring a "Climate Emergency".

A discussion on this possibility.

There is a meeting in Oxford on Thu 17th Jan [Click here for details](#)

5. Introducing the urgent campaign to fight the proposal to build a very large number of houses in Oxfordshire.

Email urgentsoscampaign@gmail.com for full details.

6. Crisp packets

Discuss the possibility of setting up collection points for empty crisp packets in Henley.

These are not currently recyclable in South Oxfordshire but can be sent directly to a recycling company that turns them into new items. [Click here for more.](#)

Henley In Transition Constitution

A. Name.

The name of the group is The Henley In Transition Group ("HiT").

B. Administration.

Subject to the matters set out below HiT and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee, constituted by clause G. of this constitution ("the Executive Committee").

C. Core BeliefsAims and Aspirations.

The Executive Committee shall maintain a document entitled "HiT Core BeliefsAims and Aspirations" available to any member. Changes to the document shall be by majority vote of the Executive Committee, and the date of the change included within the body of the document. Any such changes must be ratified by a GM.

D. Powers.

In furtherance of the Core BeliefsAims and Aspirations but not otherwise the Executive Committee may

use its judgement exercise the following powers: -

- (1) power to raise funds and to invite and receive contributions;
- (2) power to buy, take on lease or in exchange any property necessary for the achievement of the core beliefsAims and Aspirations and to maintain and equip it for use;
- (3) power subject to any consents required by law to sell, lease or dispose of all or any part of the property of HiT;
- (4) power to co-operate with individual and other organisations operating in furtherance of the Core BeliefsAims and Aspirations and to exchange information and advice with them;
- (5) power to establish or support any charitable trusts, associations or institutions formed for all or any of the Core BeliefsAims and Aspirations;
- (6) power to do all such other lawful things consistent with the Core BeliefsAims and Aspirations.

E. Membership.

(1) Membership of HiT shall be open to any person interested in furthering the Core BeliefsAims and Aspirations and who has ~~paid the annual subscription laid down from time to time by~~

~~the Executive Committee.~~ Is registered as subscribing to email communication from HiT

(2) Every member shall have one vote at all General Meetings (Annual General Meetings (AGMs) and Extraordinary General Meetings (EGMs)).

(3) The Executive Committee may by unanimous vote and for good reason terminate the membership of any individual; provided that the individual shall have the right to be heard by the Executive Committee, accompanied by a supporter, before a final decision is made. This decision may be suspended for up to 14 calendar days of the vote to allow an Extraordinary General Meeting to be called to review this decision.

F. Honorary Officers

The Honorary Officers (Chairman, and Treasurer, ~~Vice-Chairman, Membership Secretary and Secretary~~) shall hold office on election by the AGM for two year periods. Any vacancy in an Honorary post shall be temporarily filled at the next Executive Committee The next General Meeting must elect a permanent officer, such person to hold office from their election for the remainder of the period of appointment of the original office holder.

G. Executive Committee

(1) The Executive Committee shall consist of ~~ten~~ at least four members, plus any coopted members:

- (a) ~~The Five~~ honorary officers specified in the preceding clause
- (b) Up to three five Members who first having been proposed and seconded by registered paid-up members, and secondly have lodged notice with the Secretary not less than 14 days before the AGM, and thirdly having been elected at the Annual General Meeting who shall hold office from their election

(2) All the members of the Executive Committee shall retire from office together at the second annual general meeting next after the date on which they came into office but they may be re-elected or re-nominated.

(3) The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.

(4) ~~The Executive Committee shall maintain a document ("HiT Core Beliefs") available to any member on request, as defined in Clause C.~~

H. Determination of Membership of Executive Committee

A member of the Executive Committee shall cease to hold office if he or she:

- (1) In the opinion of the other members of the Executive Committee becomes incapable for any reason of managing and administering his or her own affairs.
- (2) Is absent without the agreement of the Executive Committee from all their meetings held within a period of six months and the Executive Committee resolve that his or her office be vacated; or
- (3) Notifies to the Executive Committee a wish to resign in writing

I. Executive Committee Members not to be personally interested.

No member of the Executive Committee shall acquire any interest in property belonging to HiT or receive remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee.

J. Meetings and proceedings of the Executive Committee

(1) The Executive Committee shall hold at least six ordinary meetings each year. A special meeting may be called at any time by the chairman or by any two members of the Executive Committee not less than 4 days' notice being given to the other members of the Executive Committee of the matters to be discussed.

(2) The Chairman shall act as chairman at meetings of the Executive Committee. If the Chairman is absent from any meeting, ~~the Vice-Chairman shall act as chairman. In the absence of both,~~ the members of the Executive Committee present shall choose one of their number to be chairman of the meeting before any other business is transacted,

(3) There shall be a quorum when either there are three five or more members of the Executive Committee ~~or one third of the membership of the Executive Committee~~ are present at a meeting.

(4) Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote. ~~The Secretary~~ Each member of the Executive Committee ~~y~~ in rotation -

shall keep minutes of the proceedings at meetings of the Executive Committee. The minutes shall be distributed to all members of the Executive Committee within three weeks of the date of the meeting

(5) The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.

~~(6) The Executive Committee may appoint one or more sub-committees consisting of three or more members of the Executive Committee for any purpose which in the opinion of the Executive Committee is appropriate.~~

K. Committees Groups

(1) The Executive Committee shall Keep a register of Groups of members within HiT with a specific interest, where that interest helps to further ~~appoint sub-committees in order to promote or~~ otherwise pursue the interests of HiT and its core beliefs Aims and Aspirations.

(2) The Executive committee shall nominated a spokesperson for each group and that person will be responsible for reporting to the Executive Committee on the activities of the group.

L. Receipts and Expenditure

(1) The funds of HiT, including all donations, contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of HiT at such bank as the Executive Committee shall from time to time decide. All payments drawn on the account must be executed by at least two members of the Executive Committee as nominated by the Executive Committee.

(2) The funds belonging to HiT shall be applied only in furthering the Core Beliefs Aims and Aspirations.

(3) Executive Committee may from time to time authorise the opening of other accounts as It deems necessary or desirable to finther the Core Beliefs Aims and Aspirations.

M. Accounts

The Executive Committee shall:

- 1) keep accounting records for HiT;
- 2) prepare annual statements of account for HiT to be presented to the membership at the Annual General Meeting;
- 3) arrange for auditing or independent examination of the annual statements of account for HiT.
- 4) conform to all requirements of the Transition Town movement.
- 5)

N. Annual General Meeting

(1) There shall be an annual general meeting of HiT which shall be held in the month of November May in each year or as soon as practicable thereafter.

(2) Every Annual General Meeting shall be called by the Executive Committee. The Chairman secretary shall give at least 21 days wntten or electronic notice of the annual general meeting to all paid-up members of HiT giving written notice of the Annual General Meeting and the agenda items for discussion. All the registered members of HiT shall be entitled to suggest items for the agenda up to one week in advance and attend and vote at the meeting.

(3) The Chairman ~~or Vice-Chairman~~ shall be the chairman of annual general meetings, but ifhe or she is not present, before any other business is transacted, the persons present shall appoint a chairman of the meeting. The Executive Committee shall present to each annual general meeting the report and accounts of HiT for the

preceding year.

(4) The Executive Committee shall present to each annual general meeting the documents "Core Beliefs Aims and Aspirations", highlighting any changes that have been made in the past year.

(5) Nominations for election to the Executive Committee must be proposed and seconded by registered members of HiT in writing and must be in the hands of the Chairman Secretary of the Executive Committee at least 14 days before the annual general meeting.

(6) All decisions of the annual general meeting shall require a majority of the registered current paid-up membership of HiT present and voting, with the exception of constitution changes which shall be subject to clause S.

P. Extraordinary General Meetings

The Executive Committee may call an extraordinary general meeting of HiT at any time. If at least twenty members request such a meeting in writing stating the business to be considered the Chairman secretary shall call such a meeting giving written or electronic notice of the agenda items for discussion. At least 21 days' notice must be given. All decisions of an extraordinary general meeting shall require a majority of the current paid-up registered membership of HiT present and voting.

Q. Procedure at General Meetings

(1) A The secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of HiT.

(2) There shall be a quorum when at least one tenth of the number of members of HiT for the time being or twenty members of HiT, whichever is the lesser, are present at any general meeting.

R. Notices

Any notice required to be served on any member of HiT shall be in writing or electronic and shall be served by the Chairman secretary or the Executive Committee on any member either personally or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 days of posting.

S. Dissolution

If the Executive Committee decides that it is necessary or advisable to dissolve HiT it shall call a meeting of all members of HiT, of which not less than 21 days' notice must be given (stating the terms of the resolution to be proposed). If the proposal is confirmed by not less than a majority of the current registered paid-up membership of HiT voting at the meeting the Executive Committee shall have power to realise any assets held by or on behalf of HIT Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such institution or institutions having objects similar to the Core Beliefs Aims and Aspirations as the members of HiT may determine or failing that shall be applied for some charitable purpose.