

# **DEVON ASSOCIATION OF SMALLHOLDERS (DASH)**

## **CONSTITUTION**

### **1. NAME**

The name of the Association is the Devon Association of Smallholders (hereinafter called "The Association").

### **2. OBJECTS AND POWERS**

The Association shall promote and further the interests of smallholder's particularly in Devon and the South West and co-operate with other organisations.

To promote its Objects the Association may:

- a) establish local branches;
- b) promote the holding of exhibition meetings, education and other shows or organisations;
- c) be represented at agricultural and other shows or organisations;
- d) provide such services for members as they shall from time to time decide;
- e) circulate or lend papers, books, periodicals, pamphlets, films, videos, DVDs and smallholding equipment;
- f) raise funds and invite and receive subscriptions, donations, grants or otherwise;
- g) employ and remunerate any person or persons to supervise, organise and carry out the work of the Association;
- h) purchase, lease, exchange, hire or dispose of any property, rights and privilege necessary for the promotion of the Objects of the Association and construct, maintain or alter any building or erection necessary for the work of the Association;
- i) make regulations for any property which may be acquired;
- j) subject to any consents which may be required by law:
  - I. sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Association;
  - II. borrow on such security as shall be deemed to be necessary.
- k) invest any monies belonging to the Association not immediately required in such investments, securities or property as may be thought fit by the Executive Committee.

### **3. MEMBERSHIP**

- a) Full membership of the Association shall be non-transferable and shall be open to all individuals who are interested in the furtherance of the work of the Association and who have paid the annual subscription as determined from time to time by the Association at an Annual General Meeting. One subscription shall cover up to two adults, who shall each be allowed to vote, and any children who have not reached the age of 18 years and are living at the same address as the adult members. The names and dates of birth of the children shall be notified to the Association.
- b) Honorary members may be appointed at the discretion of the Executive Committee. Members who have been elected to Honorary Membership at an Annual General Meeting shall be accorded the same rights as fully paid up members.
- c) Organisations may become Associate Members at the discretion of the Executive Committee but shall not be entitled to vote on any matter.

- d) The Executive Committee shall have the right to:
- I. approve or reject applications for membership;
  - II. terminate the membership of any individual or organisation at its sole discretion if that member has acted in a manner to prejudice the Objects and work of the Association or been found guilty of an offence of animal cruelty provided that the individual or organisation concerned shall have the right to make representation to the Executive Committee before it makes a final decision.
- e) Members who keep livestock undertake to:
- I. maintain a high standard of animal husbandry, including that of veterinary care and also be aware of good animal nutritional practices;
  - II. ensure they are aware of the provisions of current farming legislation, including the statutory requirements of the movement and disposal of farm animals.
- f) No member shall plead at any time, in any defence, that he/she is a member of the Association.

#### **4. PRESIDENT AND HONORARY OFFICERS**

- a) The Executive Committee may appoint a President at its discretion.
- b) At the Annual General Meeting hereinafter mentioned the Association shall elect the following Officers:
- I. Chairman and Vice Chairman. These Officers shall hold office from 1st January following the Annual General Meeting until 31st December next following but shall be eligible for re-election provided that neither Officer shall hold the same office for more than five consecutive years. On the expiration of five years, one further year must elapse before either Officer shall be eligible for re-election to the same office. No member shall be eligible for election as Chairman unless he/she has served as a member of the Executive Committee for a period of not less than one year at any time. Eligibility for election as Chairman to have served as a member of the Executive Committee for a period of not less than one year may be waived at the discretion of the Executive Committee provided such member has been a member of the Association for a minimum of one year immediately preceding election.
  - II. Treasurer and Secretary. These Officers shall hold office from 1st January following the Annual General Meeting until 31st December next following provided that neither Officer shall hold the same office for more than five consecutive years. On the expiration of five years, one further year must elapse before either Officer shall be eligible for re-election to the same office.
- c) The Officers shall be ex-officio members of the Executive Committee. They shall hold the same offices on the Executive Committee as they hold for the Association and their responsibilities shall be fully defined in writing.

#### **5. EXECUTIVE COMMITTEE**

- a) Subject as hereinafter mentioned, the policies and management of the Association shall be directed by an Executive Committee which shall meet not less than six times a year.
- b) In addition to the Officers, up to four further members shall be elected by the Association at the Annual General Meeting. Their primary role is to represent the membership. This also provides a way to introduce new people on to the committee who may fill other posts when they become vacant. They shall hold office from 1st January following the Annual General Meeting until 31st December next following but shall be eligible for re-election. To ensure impartiality they must be nominated and seconded by a member of the Association who is not a member of the Executive Committee. The Executive Committee shall also consist of one member from each branch (see Clause 7d). Nominations for branch representatives shall be confirmed annually at the Annual General Meeting of the Association in accordance with Clause 8a) hereof.

- c) Subject to Clause 5j any casual vacancy on the Executive Committee (other than branch representatives) may be filled by the Executive Committee and any person appointed to fill such a casual vacancy shall hold office until 31st December next following and shall be eligible for re-election at the preceding Annual General Meeting.
- d) The Executive Committee may elect to the Executive Committee managers with responsibility for running specific aspects of the Association's business as they may from time to time decide. These managers may either be branch representatives or co-opted members of the Executive Committee. Their appointment shall be reconfirmed at the Annual General Meeting.
- e) The Executive Committee may co-opt any member to the Executive Committee with particular regard to achieving representation from all branches at Executive Committee meetings. Any casual branch member vacancy on the Executive Committee may be filled by that branch.
- f) Co-opted members shall hold office until 31st December next following and shall be entitled to vote at meetings of the Executive Committee. The number of co-opted members shall not exceed one-third of the total membership of the Executive Committee.
- g) There shall be a Standing Committee which shall comprise the four elected Officers of the Executive Committee who shall be empowered to conduct the Association's business between Executive Committee meetings and the Chairman shall report to each meeting of the Executive Committee all business conducted by the Standing Committee.
- h) The Executive Committee may appoint such sub-committees as it may deem necessary and shall determine their terms of reference, duration and composition. Sub-committees shall report back to the next Executive Committee meeting.
- i) Minutes of the Executive Committee meetings shall be prepared by the Secretary and a summary published in the bi-monthly newsletter following each meeting.
- j) In the event of the Chairman standing down at any time other than at the Annual General Meeting, the Vice-Chairman shall become Acting Chairman, subject to the agreement of the other members of the Executive Committee, or if he/she is unable to accept the Chairmanship, a current or past Executive Committee member shall be elected by the Executive Committee, provided he/she has served a full year's term on the Executive Committee at any time. The Acting Chairman shall serve until 31st December next following.
- k) The Executive Committee may forthwith terminate the membership of the Executive Committee of any Executive Committee member by majority vote at an Executive Committee meeting after having first heard representation from the Executive Committee member concerned.
- l) Any member of the Executive Committee shall cease to hold office if they become incapable by reason of illness, injury or mental disorder preventing the management and administration of their own affairs.
- m) Any member of the Executive Committee who fails to attend a meeting of the Executive Committee at least once during a six month period without previous agreement shall be required to resign his/her position.

## **6. NOMINATIONS OF OFFICERS AND EXECUTIVE COMMITTEE MEMBERS**

Only fully paid up members of the Association aged 18 years or over (but not Associate members) shall be eligible to serve as Officers or members of the Executive Committee. Nominations for the Officers of the Association and the members of the Executive Committee elected by the Association must be made and duly seconded, with the consent of the nominees, by fully paid up members of the Association (but not Associate members) in writing not less than 45 days before the Annual General Meeting. Should there be more than one nomination for any post, an election shall be held by ballot at the Annual General Meeting (see Clause 9c)).

## **7. LOCAL BRANCHES**

The Executive Committee shall have the power to approve the establishment of local branches for the furtherance of the Objects of the Association. Equally any existing branches that the Executive Committee considers to be no longer viable may be closed down. The establishment or withdrawal of branch status must be confirmed in writing and signed by the Executive Committee Chairman and one other Officer. Each branch shall comply with and be subject to the following regulations:

- a) The branch shall act in pursuance of the Objects and of the same policies of the Association and shall be subject to such conditions as may from time to time be laid down by the Executive Committee.
- b) The branch may be empowered by the Executive Committee to receive donations and any monies received or raised by it may be expended by the branch in its area solely for the furtherance of the Objects. The branch shall make returns to the Association in such form as may from time to time be determined by the Executive Committee.
- c) Subject to these regulations, the branch may generally manage its own affairs electing its own branch committee if its members so wish but in any event it shall elect or appoint a branch co-ordinator. The branch shall be solely responsible for its debts and liabilities and shall not pledge the credit of the Association or that of the Executive Committee or of any other individual member of the Executive Committee.
- d) Before the Association's Annual General Meeting, it shall be the duty of each branch to nominate one member to represent them on the Executive Committee. This may be the branch co-ordinator or any other branch member appointed by the branch members to represent them. If the nominated member is unable to attend an Executive Committee meeting the branch may appoint another member to attend in his/her place.
- e) The Executive Committee may make grants to branches at its discretion.

## **8. MEETINGS OF THE ASSOCIATION**

- a) An Annual General Meeting of the Association shall be held at such time (not being more than 15 months after the holding of the preceding Annual General Meeting) and place as the Executive Committee shall determine. At least 21 clear days' notice shall be given in writing to each member. At an Annual General Meeting the business shall include the election of Officers, who shall hold the same office on the Executive Committee and Standing Committee, the election of an additional member from the Association to serve on the Executive Committee and confirmation of managers and branch members to serve on the Executive Committee; the appointment of an auditor or independent examiner; the consideration of the reports of the Chairman and Treasurer and the adoption of the accounts for the year to 30th June just ended and any other business previously notified to the Secretary of the Association not less than 7 days before the meeting.
- b) The Chairman of the Association may at any time at his/her discretion or within 21 days of receiving a written request to do so, signed by not less than 25 fully paid up members and giving reason for the request, call a Special General Meeting of the Association.

## **9. RULES OF PROCEDURES AT EXECUTIVE COMMITTEE AND ANNUAL AND SPECIAL GENERAL MEETINGS.**

- a) **Quorum.** The quorum at a meeting of the Association shall be 20 and a quorum of a meeting of the Executive Committee or any sub-committee appointed under Clause 5h hereof shall be one third of the membership of the Executive Committee or two thirds of the membership of the sub-committee respectively.

- b) **Voting.** Only full members over the age of 18 years (excluding Associate members) shall be entitled to vote. Save as otherwise herein provided all decisions taken at any meeting shall be carried by a simple majority of the votes cast by fully paid up members entitled to vote. No person shall exercise more than one vote, but in the case of any equality of votes, the Chairman of the meeting shall have the casting vote.
- c) **Postal voting.** Non-attending members shall be entitled to a vote at Annual and Special General Meetings by post. Votes must be returned to the Returning Officer (appointed by the Executive Committee) to arrive not less than 48 hours before the meeting.
- d) **Attendance.** Any member attending a meeting of the Association shall sign the membership book on entering the meeting.
- e) **Minutes.** A Minute book shall be kept by the Secretary in which shall be recorded all proceedings and resolutions. Minutes must be approved and accepted as a true and accurate record at the subsequent meeting of the Executive Committee or Association as appropriate and signed by the Chairman.
- f) **Standing Orders and Rules.** The Executive Committee shall have the power to adopt and issue Standing Orders and/or Rules for the Association. Such Standing Orders and/or Rules shall come into operation immediately, provided always that they shall be subject to review by the Association in General Meeting and shall not be inconsistent with the provisions of the Constitution.

## **10. FINANCE**

- a) All monies raised by or on behalf of the Association shall be applied to further the Objects of the Association and for no other purpose provided that nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any employees of the Association or the repayment of any reasonable out of pocket expenses authorised by the Executive Committee.
- b) The Treasurer shall keep proper accounts of the finances of the Association and shall produce an income and expenditure summary at the end of each financial year. These accounts shall be audited by the auditor or independent examiner appointed at the previous Annual General Meeting and submitted by the Executive Committee to the Annual General Meeting for adoption.
- c) The Association shall operate bank accounts at any bank as the Executive Committee shall from time to time decide. All cheques or instructions shall be signed by any two of the following: Chairman, Vice Chairman or Treasurer.
- d) The Treasurer shall place any funds that are not immediately required by the Association in an appropriate interest earning account approved by the Executive Committee.
- e) The financial year shall end on 30th June.
- f) The Treasurer shall maintain a register of assets belonging to the Association. Asset holders shall confirm in writing to him/her their holding and the condition of such assets as on 30th June each year.

## **11. DATA PROTECTION**

Neither the Association nor any member shall divulge any member's details held by the Association to persons or organisations who are not members.

## **12. EXECUTIVE COMMITTEE MEMBERS' INDEMNITY**

The members of the Executive Committee and Standing Committee shall be indemnified by the members of the Association against all liabilities properly incurred by them in the management of the affairs of the Association.

### **13. ALTERATIONS TO THE COMMITTEE**

Any alterations to this Constitution shall receive the assent of not less than two thirds of votes cast by fully paid up members entitled to vote. A Special General Meeting shall be called for this purpose provided that notice of any such alteration shall have been received by the Chairman in writing not less than 45 days before the meeting at which the alteration is to be proposed. At least 21 clear days' notice in writing of such a meeting setting forth the terms of the alterations shall be sent to each member of the Association.

### **14. DISSOLUTION**

- a) If the Executive Committee, by a simple majority, decides at any time that it is necessary to dissolve the Association, it shall call a Special General Meeting of the Association by 21 days written notice.
- b) If the Association shall, by a vote of two thirds of votes cast by fully paid up members entitled to vote decide to dissolve itself, the Executive Committee shall realise the Association's assets as soon as possible. Any surplus remaining after the satisfaction of all liabilities shall be shared equally among fully paid up members with one such share being paid to each subscription.
- c) It shall not be necessary for quorum as provided by Clause 9a or for the Chairman to receive a notice requiring a Special General Meeting under Clause 8b in order for the Association to hold a vote to dissolve itself.

### **15. NOTICES**

Any notices may be served by the Officers of the Association on any member either personally or by sending it through the post in a prepaid letter addressed to such member at his/her last known address and any letters so sent shall be deemed to have been received within ten days of posting.

### **16. INTERPRETATION**

For the interpretation of this Constitution, the Interpretation Act 1978 shall apply as it applies to the interpretation of an Act of Parliament.