

## ACE FINAL Constitution September 2020

### Action on Climate Emergency (ACE) Settle & Area

#### 1) Name

The name of the group is Action on Climate Emergency (ACE) Settle & Area, (from here referred to as ACE).

#### 2) Founding statement (2019)

- a) There is a Climate Emergency.
- b) This is the key decade for dramatic change.
- c) By acting together, locally, regionally and internationally, we can turn this around.
- d) We can do this together with creativity, energy, mutual respect, learning from each other and from experts.

#### 3) Objects

- a) ACE is a community campaign group covering Settle and Area.
- b) ACE is action-orientated to campaign on the Climate and Ecological Emergency and on making a just transition to a sustainable net zero carbon community.
- c) To campaign on the Climate and Ecological Emergency, locally, regionally, nationally and internationally.
- d) To promote education and awareness on the Climate and Ecological Emergency.

#### 4) Founding principles and methods of working

- a) To work for sustainable solutions that foster social justice.
- b) To be active - taking a positive approach.
- c) To be non-party political.
- d) To be honest about the climate and ecological emergency that we are in.
- e) To be collaborative rather than combative – acting as a hub/focal point for individuals/groups wanting to take action/be involved in joint working.
- f) To be supportive and encouraging of others.
- g) To welcome all contributions, respectful of different views and approaches.

#### 5) Ways to achieve objectives

- a) Promote research into subjects directly connected with the objects of ACE.
- b) Act as a coordinating body, working in partnership with the local authority, and all other local and statutory authorities, voluntary organisations, charities and persons having aims consistent with those of the ACE.
- c) Publish and distribute papers, reports and other literature.
- d) Hold meetings and events.
- e) Stimulate public interest in the climate and ecological emergency.
- f) Raise funds to support the aims and objectives of ACE.
- g) Do all such other things within the law as are necessary for the attainment of these objects.

## 6) Steering Group Composition and Elections

- a) The initial Steering Group comprises the founding members plus others co-opted in the first year.
- b) Following the first year, the Steering Group will be elected by ACE members at the first and subsequent Annual General Meetings.
- c) The Steering Group shall consist of the Co-ordinator, Secretary, Treasurer and Assistant Treasurer (to assist and substitute for the Treasurer as necessary) and Membership Secretary (who will administer membership applications and membership fees) and not less than three and not more than ten other members of ACE.
- d) The Steering Group shall have the power to co-opt further members, who shall be in an advisory and non-voting capacity.
- e) Election of Officers and Steering Group Members:
  - i) The Co-ordinator, Secretary, Treasurer, Assistant Treasurer and Membership Secretary shall all relinquish their office every year and shall be eligible for re-election at the Annual General Meeting.
  - ii) Other Officers may be added as agreed by General Meetings.
  - iii) Nominations for the election of officers and other Steering Group members shall be supported by a seconder and the consent of the proposed nominee must first have been obtained.
  - iv) The election of Officers shall be completed prior to the election of further Steering Group members.
  - v) At the Annual General Meeting at which their election is to be considered, nominees for election as Officers or other Steering Group members shall declare any financial or professional interest known or likely to be of concern to ACE.
  - vi) Members' meetings have the power to fill casual vacancies occurring among the Officers and Steering Group members of ACE.

## 7) Steering Group Responsibilities

- a) The Steering Group will meet at least 8 times per year, preferably in a meeting room, but by video-conferencing when necessary. Decision making is by working towards consensus. In the event of a vote being taken, if there is a tie in votes cast the proposal will not be carried.
- b) At each meeting one person chairs and another takes draft notes which are circulated to Steering Group members. They are agreed at the next Steering Group.
- c) The Steering Group shall be responsible for the management and administration of ACE.
- d) The Steering Group shall report their actions for approval to Members' Meetings (see 12), 13), and 14) below), and such actions shall be in accordance with existing ACE policy.
- e) No decisions shall be taken at Steering Group meetings if less than 25% of Steering Group members are in attendance.

## 8) How ACE works

- a) The three Officers of Co-ordinator, Secretary and Treasurer will form a Co-ordinating Group.
- b) In between Steering Group meetings, the Co-ordinating Group is empowered to make urgent decisions, to be reported to and approved by the next Steering Group meeting.
- c) The Steering Group can establish 'working groups' to undertake practical work for ACE. Initially this includes a Communications Group and several Themed Groups. The Steering Group can close such groups if their work is completed or any other reason they determine.

- d) The Communications Group and each Themed Group shall appoint a group co-ordinator.
- e) The Communications Group will advise the Steering Group on communications matters e.g., media relations, campaigning strategies, production of publicity; and will take action on such matters as directed by the Steering Group.
- f) Each Themed Group shall report its action for approval of the Steering Group as soon as possible and such actions should be in accordance with the previously determined policy of ACE. Members of the Steering Group may be members of any Themed Group and membership of a Themed Group shall be no bar to appointment to membership of the Steering Group.
- g) The Themed Groups are:
  - i) Energy
  - ii) Transport
  - iii) Food
  - iv) Biodiversity
  - v) Others can be established as required
- h) Liaison between Steering Group and 'working groups':
  - i) Communications Group: one person or substitute delegated by the Communications Group shall attend and report to Steering Group meetings.
  - ii) Themed Groups: one person or substitute delegated by each themed group shall attend and report to Steering Group meetings.

## 9) Finances

- a) A Treasurer, plus Assistant Treasurer will be elected to administer financial matters.
- b) ACE will set up a bank account. Two signatures out of the Co-ordinator, Treasurer and Secretary are required for any/all bank transactions and when issuing cheques (or online equivalent).
- c) The Steering Group shall, out of the funds of ACE, pay all proper expenses of the administration and management of ACE. After the payment of the management and administration expenses and the setting aside to reserve of such funds as may be deemed expedient, the remaining funds of ACE shall be applied by the Steering Group in the furtherance of the purpose of ACE.
- d) All expenditure must be agreed by the Steering Group. In a case of urgency, the Co-ordinator, Treasurer and Secretary can authorise expenditure which will be reported and approved by the next Steering Group.
- e) Procuring goods and services will normally give preference to local providers. Two independent quotes are required before procuring goods or services, where the cost of an individual item is expected to be £150 or more.
- f) All monies at any time belonging to ACE and not required for immediate application for its purpose, shall be invested by the Treasurer as directed by the Steering Group. As part of a system of checks and controls, an Internal Auditor will be elected from the membership. The Internal Auditor will have no role in the regular administration of financial matters. Liaising with the Treasurer, they will check the reconciliation of bank statements, transaction records and authorisation of expenditure at least every six months. On completion of each check, the Internal Auditor will report to the next meeting of the Steering Group, making recommendations as appropriate.

## 10) Membership

- a) Membership shall be open to all who are interested in actively furthering the objects of ACE whatever their age, upon payment of the membership fee.
- b) The amount of the membership fee and any concessionary fees will be recommended by the Steering Group and agreed by a General Meeting.
- c) Membership application is by completing an application form and sending with the appropriate fee to the Membership Secretary.
- d) Membership matters will be reported to the next meeting of the Steering Group by the Membership Secretary where new members will be considered and confirmed. Any member whose membership has not been confirmed or whose application is outstanding will be notified within three weeks of that Steering Group meeting.
- e) Membership may be refused or withdrawn from any person who has brought ACE into disrepute or has been or is acting in contradiction to the objects of ACE. Any such person to whom membership is either refused or withdrawn will have a right of appeal, in the first instance to the Steering Group and finally to the next Annual General Meeting. When members' subscription payments lapse, or aren't started, their membership may be deemed as ended once there have been 6 consecutive months not covered by subscription payments.
- f) Any existing member or persons wishing to become a member of ACE, either working for or an elected member of North Yorkshire County Council (NYCC), Craven District Council (CDC) or Settle Town Council (STC) or any other parish or town council, or any relevant organisation, must declare their interest to ACE upon application. Failure to do so may result in all voting rights being withdrawn subject to the agreement of the ACE Steering Group.
- g) Once a membership application has been approved by the Steering Group a membership card and number will be issued (needed for voting rights at Members' Meetings).
- h) An email address or postal address should be given to ACE for sending out details of members' meetings and activities.
- i) Members are encouraged to participate in any of the following ways:
  - i) Attending events such as ACE Green Cafes and ACE conferences
  - ii) Joining one or more themed groups
  - iii) Fund-raising to support actions
  - iv) Standing for election to the Steering Group
  - v) Attending Members' Meetings

## 11) Equal Opportunities

- a) Applications for membership of ACE shall be welcome from individuals regardless of race, religion, culture, ethnic origin, sex, gender or sexual orientation, marital status, physical or mental disability and age. ACE shall not be entitled to withhold or reject membership on any such grounds. ACE will actively encourage membership from underrepresented groups to ensure membership reflects the local community.
- b) The Steering Group, in managing the business of ACE, shall have regard to the equal opportunities implications of its activities and ensure that it does not discriminate against any members or potential members.

#### 12) Annual General Meeting

- a) An Annual General Meeting shall be held in each year.
- b) The Annual General Meeting shall receive the written report of the Steering Group and the accounts (unaudited), and shall elect officers and members of the Steering Group.
- c) Notice of the Annual General Meeting shall be given at least 28 days in advance of the date of the meeting.
- d) Notice of motions or recommendations must be received in writing by the Secretary at least 14 days in advance of the Annual General Meeting. All motions received shall be sent to members at least 7 days in advance of the Annual General Meeting.
- e) Emergency matters can be considered by the Annual General Meeting with the agreement of the members attending the meeting.
- f) All members of ACE over the age of 12 whose membership is valid at the time when calling notices are sent out for the Annual General Meeting or any Special General Meeting will have full voting rights at such meetings.
- g) No decisions shall be taken at an AGM if less than 25% of members are in attendance.
- h) In the event of a vote being taken, if there is a tie in votes cast the proposal will not be carried.

#### 13) Special General Meetings

- a) Special General Meetings of ACE shall be held within 28 days of the written request of members representing no less than 10% of the existing membership of ACE, and shall be supported by the reasons for calling such a meeting.
- b) Special General Meetings may also be called by the decision of the Steering Group or by a Members' Meeting of ACE.
- c) There will be a minimum of 7 days' notice of a Special General Meeting sent to members.
- d) No decisions shall be taken at a Special General Meeting if less than 25% of voting members are in attendance.
- e) In the event of a vote being taken, if there is a tie in votes cast the proposal will not be carried.

#### 14) Members' Meetings

- a) Members' Meetings of ACE shall be held not less than twice a year, one of which is the Annual General Meeting.
- b) Notice of a Members' Meeting shall be given not less than 28 days in advance of the date of the meeting.
- c) Notice of motions or recommendations and reports to be put to that meeting must be received in writing by the Secretary at least 14 days in advance and will be sent to members not less than 7 days before the meeting.
- d) Emergency matters can be considered by a Members' Meeting with the agreement of the members attending the meeting.
- e) Vacancies among the officers or members of the Steering Group may be filled by election at ordinary meetings following the procedure set out in 9 above.
- f) No decisions shall be taken if less than 25% of ACE members are in attendance.
- g) Members meetings will be in a meeting room, or by video conference if necessary.

- h) The aim is consensus decision making, but when consensus cannot be reached in a timely way, decision will be by majority voting.
- i) In the event of a vote being taken, if there is a tie in votes cast the proposal will not be carried.

15) Declaration of Interest

It is the duty of every Officer, member of the Steering Group, or other member of ACE who is in any way directly or indirectly interested, financially or professionally, in any items discussed at any meeting of ACE, at which she or he is present to declare such interest and she or he shall not vote thereon.

16) Individual profit

No member shall profit financially from ACE.

17) Childcare and Dependant Care

- a) ACE wishes to enable anyone with child and/or dependent care responsibilities to participate fully in its work.
- b) As a voluntary organisation, ACE recognises the need for childcare / dependent care financial assistance for those attending meetings.
- c) The maximum childcare / dependent care assistance that can be claimed is £5.00 (five pounds) per hour per child/person, and no more than £30.00 (thirty pounds) per meeting.
- d) If the need arises for training or all day events, other methods of childcare / dependent care provision will be considered.
- e) This assistance is agreed in principle, and payable where and when funds are available.
- f) Funds will only be released on the presentation of an ACE Childcare/ Dependent care receipt, signed by the carer.

18) Amendments to Constitution

Amendments to the Constitution shall receive the consent of two-thirds of the votes cast at an Annual General Meeting or Special General Meeting. A resolution for the amendment to the Constitution must be received by the Secretary of ACE at least 14 days before the meeting at which the resolution is to be brought forward. At least 7 days' notice of the amendment proposed must be given by the Secretary to members.

19) Notices

Any notice required to be given by this Constitution shall be deemed to be duly given if emailed to the email address or postal address supplied by the member.

20) Winding up

- a) ACE may be dissolved by two-thirds of the votes cast at a General Meeting of ACE.
- b) If a motion for the dissolution of ACE is to be proposed at an Annual General Meeting of ACE or a Special General Meeting, this motion shall be referred to specifically when notice of the meeting is given.
- c) In the event of the dissolution of ACE, any property remaining after the satisfaction of all debts and liabilities, shall not be paid to or distributed among the members of ACE, but shall be transferred to such one or more organisations having objects similar or reasonably similar to those herein before declared as shall be chosen by the meeting of ACE at which the decision to dissolve ACE is taken.

- d) On dissolution, the minutes and other records of ACE shall be deposited with the local history section of the local library service or similar.