

MILLENNIUM FARM TRUST

CONSTITUTION

1. NAME

The name of the Trust shall be the Millennium Farm Trust (hereinafter called "the Trust").

2. AIMS

The Trust is established to promote the meaningful occupation of people with learning difficulties and disabilities within primarily a rural environment without distinction of age, sex, race, or political, religious or other opinions.

In furtherance of these objects the Trust shall have the following powers:-

- (a) to provide an organisation, which, whilst not interfering with the interests and roles of the constituent bodies, will provide facilities for the fullest co-operation between the statutory and voluntary bodies in the area working for the well being of people with said disabilities;
- (b) to acquire or take on lease premises for the purposes of the Trust and to maintain and manage such premises and to co-operate in the maintenance and management of such premises;
- (c) to obtain, collect and receive money and funds by way of contributions, donations, affiliation fees, subscriptions, legacies, grants and any other lawful method; affiliate to or accept affiliation from any body having objects similar to those of the Trust; arrange and provide for, or join in arranging and providing for the holding of exhibitions, meetings, lectures and classes;
- (d) to do all other lawful things as shall be necessary to further the objects.

3. DEFINITION OF TYPES OF DISABILITY

Any person who has a certain physical or learning disability, and capable of limited employment on a farming project.

4. MEMBERSHIP

- (a) Membership of the Trust shall be open to all non statutory groups and individuals interested in the concerns of and services for people with learning difficulties and disabilities;

- (b) Members shall pay a fee to be determined at an Annual General meeting which will entitle such members to one vote each;
- (c) Honorary membership may be bestowed, at an Annual General Meeting, upon individuals who have made an outstanding contribution to the organisation. Honorary Members shall have one vote;
- (d) Termination of Membership

The Trust may terminate the acceptance of an organisation as a constituent body or the membership of an individual of the Trust if such an action is approved by not less than two-thirds of the members present and voting at a General Meeting.

5. MANAGEMENT

The Trust shall be managed by an Executive Committee (hereinafter called "the Committee") which is responsible for ensuring the Trust complies with its aims and is properly managed.

5.1 The Committee shall consist of:

- (a) The Chairman, Vice Chairman, Secretary, Minute Secretary, Treasurer, Press and Publicity Officer and such other Honorary Officers as the Trust may, from time to time, decide;
- (b) not less than five nor more than nine elected members, either individual members or representatives of group members;
- (c) The Sub Committee Chairmen;
- (d) Not more than three additional members co-opted by the Committee;
- (e) Persons having special knowledge or experience co-opted for such period as the Committee shall determine;
- (f) Any person holding office will be invited by the Committee to become an ex-officio member of the Committee PROVIDED ALWAYS that such person shall, on leaving office, cease to be a member.

Note: PROVIDED ALWAYS that the number of co-opted members shall not exceed at any one time one-fourth of the Committee.

5.2 (a) The Committee shall appoint a Management sub-committee consisting of the Honorary Officers to operate the day to

day affairs of the Trust. A quorum shall be four of the Honorary Officers;

(b) all acts and proceedings of such Management sub-committee must be reported back to the Committee.

5.3 The Honorary Officers and Committee members shall be elected at the Annual General Meeting. One third of the Officers shall retire in rotation, being eligible in for re-election.

5.4 Honorary Officers, elected members and co-opted members each have one vote. A quorum shall be not less than seven members or one third of the members of the committee (whichever is the greater), and shall include three of the Honorary Officers.

5.5 The Committee may from time to time appoint such sub-committees as may be deemed necessary, and may determine their terms of reference, power, duration and composition provided that;

(a) each sub committee shall furnish a full copy of the Minutes of each of its meetings;

(b) all acts and proceedings of such sub-committees are reported back to the Committee.

(c) Any resolution delegating powers to such sub-committees shall specify the financial limits within which any committee shall function.

5.6 The Committee and sub-committees may invite any person or persons to attend its meetings as observer/s but without power to vote.

6. MEETINGS

6.1 An Annual General Meeting (A.G.M.) of the Trust shall be held in each year at such a time (not being more than fifteen months after the preceding A.G.M.) and place as the Executive Committee shall determine.

The business of the A.G.M. shall include:-

(a) receiving and adopting the Annual Report of the Chairman and Treasurer;

(b) receiving and adopting the audited accounts of the Trust, including the accounts of all Sub-Committees and Services;

- (c) appointing an auditor, or auditors, for the accounts;
- (d) electing Honorary Officers of the Trust to include Chairman, Vice Chairman, Secretary, Minute Secretary, Treasurer, Press and Publicity Officer and any other Officer as the meeting may decide;
- (e) electing further members of the Executive Committee;
- (f) considering proposals to amend the Constitution if such proposals are presented;
- (g) reviewing Standing Orders.

- 6.2 At least twenty one clear days notice of the A.G.M. shall be given in writing by the Secretary to Members of the Trust.
- 6.3 A Special General Meeting (S.G.M.) of the Trust shall be called at twenty one days notice in writing by the Secretary on the written demand of fifteen members of the Trust or by the Chairman of the Trust or by the Executive Committee. The notification of the Meeting shall include a statement of the business to be transacted.
- 6.4 Members Forum meetings may be called from time to time on the directions of the A.G.M. or by the Executive Committee to deal with special issues or topics, to sound out opinion, for training purposes, to gain support for action and activities and to keep the general membership informed of the work of the Trust. Any recommendations of such meetings shall be considered by the Executive Committee or a General meeting of the Trust.
- 6.5 The quorum for all General meetings shall be not less than 20 members of the Trust. If within one hour of the time specified for the commencement of the meeting a quorum is not present then the meeting if convened upon the requisition of members shall be dissolved and in any other case it shall be adjourned for one week and then reconvened. If a quorum is then not present within one hour from the time appointed for the meeting the members entitled to vote who are present shall be a quorum.
- 6.6 Voting at all General Meetings, shall be by simple majority on a show of hands or by ballot as the meeting may decide. In the event of an equality of votes, the Chairman shall have a second and casting vote.

7. FINANCE

The Committee shall be responsible for the income and property of the Trust from wherever it is obtained, and shall ensure that it be applied solely towards the promotion of the purposes of the Trust as set forth in this Constitution and no portion thereof shall be paid or transferred directly or indirectly in any manner by way of profit to any member of the Trust. Provided that nothing herein shall prevent the payment in good faith of reasonable repayment of out-of-pocket expenses incurred in the course of the Trust's business by any Officer or other member appointed to act on behalf of the Trust. The Trust, or its Treasurer on its behalf, shall cause proper books of account to be kept with respect to all sums of money received and paid out by the Trust and the matters in respect of which such receipts and expenditure takes place.

An account shall be opened in the name of the Trust at a Bank or Building Society to be approved by the Executive Committee into which monies received on behalf of the Trust shall be paid by the Treasurer or other responsible official. Other bank accounts may be established for special purposes, and such accounts shall be in the name of the Trust. Cheques for the payment of all accounts shall be signed by two persons from those appointed for the purpose by the Executive Committee. All accounts shall have the Charities Treasurer as one signatory to the account. The Committee may appoint an Assistant Treasurer or Assistant Treasurers for the management of such accounts who shall be under the supervision of the Treasurer. All the Trust's accounts shall be audited by a qualified accountant to be appointed at the A.G.M.

8. INDEMNITY

The Trust shall indemnify and keep indemnified every Officer, member or employee of the Trust from and against all claims, demands, actions and proceedings (and all costs and expenses in connection therewith or arising therefrom) made or brought against the Trust or any of its officers, members or employees in connection with its activities, the actions of its officers, members and employees, or in connection with its property and equipment.

9. STANDING ORDERS

The Annual General Meeting shall approve Standing Orders which shall apply to all General Meetings, to the Executive Committee and to all Sub Committees of the Trust.

10. ALTERATIONS TO THE CONSTITUTION

No alteration shall be made to this Constitution except at an Annual General Meeting or a Special General Meeting convened for that purpose, by two-thirds majority of those present and entitled to vote,

PROVIDED THAT no alteration shall be made which would cause the Charity to cease to be charitable at law. No amendment may be made to Clause 2, 11, or this Clause without prior approval of the Charity Commissioners.

11. DISSOLUTION

The Trust may at any time be dissolved by a resolution passed by a two-thirds majority of those present and voting at a meeting of the Trust of which at least twenty one clear days notice shall have been sent to all members of the Trust specifying that this is the purpose of the meeting.

Such Resolution may give instructions for the disposal of any assets held by or in the name of the Trust, PROVIDED THAT, if any property remains after the satisfaction of all debts and liabilities such property shall not be paid to or distributed among the members of the Trust but shall be given or transferred to such other charitable institution or institutions having objects similar to some or all of the objects of the Trust as the Trust may, with the approval of the Charity Commissioners or other authority having charitable jurisdiction, determine. Such distribution shall not take place until three months after the dissolution of the Trust.

July 1977

Ref: CONSTIT.C1