

# TODMORDEN PRIDE PARTNERSHIP BOARD

## CONSTITUTION

### **1: Name**

The name of the organisation shall be Todmorden Pride Partnership Board, referred to as Todmorden Pride or Partnership Board in the rest of the constitution.

### **2: Target Area**

The target area shall encompass Todmorden Ward and part of Calder Ward.

### **3: Aims & Objectives**

- 3.1 To take a visionary, innovative and forward thinking approach to the regeneration of Todmorden.
- 3.2 To take a partnership approach to regeneration, ensuring that the local community has an equal voice to the public and private sectors.
- 3.3 To identify the programmes, projects and methods of delivery of the Todmorden Pride Action Plan.
- 3.4 To work with the Valley wide UCVR partnership on developing and promoting schemes as part of the Upper Valley Renaissance initiative.
- 3.5 To improve the quality of life and economic vitality in Todmorden – in particular developing initiatives aimed at making it a better place to live, work and invest.
- 3.6 Working with other public, statutory, private and voluntary organisations to promote and improve Todmorden's economic, social and environmental well being.
- 3.7 To promote the town as a centre of heritage, tourism, IT and a good quality of life.

### **4: Powers**

In furtherance of these aims and objectives only, Todmorden Pride may exercise the following powers:

- 4.1 To raise funds and to invite and receive contributions, provided that in raising funds Todmorden Pride shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law.
- 4.2 To promote Todmorden Pride's aims and objectives by producing publicity materials and reports.
- 4.3 To promote Todmorden Pride's activities amongst the wider Todmorden and Walsden community.

- 4.4 To bring together in conference representatives of businesses, voluntary organisations, government departments, statutory authorities and individuals.
- 4.5 To invite appropriate CMBC officers to attend Partnership Board meetings in an advisory capacity.
- 4.6 To co-operate with other businesses, charities, voluntary bodies and statutory authorities operating in furtherance of the aims and objectives or similar purposes and to exchange information and advice with them.
- 4.7 To appoint and constitute advisory committees to facilitate Todmorden Pride's work, and to establish or support any enterprises, charitable trusts, associations or institutions formed for all or any of the aims and objectives.
- 4.8 To do all other lawful things as are necessary for the achievement of the aims and objectives.

## **5: Membership**

5.1 Todmorden Pride is an unincorporated body operating on a not for profit basis, with any surplus funds being used to promote regeneration in the area.

5.2 Membership of Todmorden Pride shall consist of a maximum of 24 members. Membership will be by invitation from the Board and generally in line with the structure stated in clause 5.3.

5.3 To ensure the partnership is representative of the community, membership will be made up to this maximum as follows:- .

5.3.1 Three (3) representatives from Todmorden Town Council.

These representatives will be appointed to the Board on an annual basis by the Town Council.

5.3.2 Three (3) representatives from Calderdale Council, being two from Todmorden Ward and one from Calder Ward.

These representatives will be appointed to the Board on an annual basis following Annual Council.

5.3.3 Twelve (12) representatives from local associations, organisations, businesses, clubs & societies who have an interest in promoting the Aims and Objectives of Todmorden Pride, inter alia:-

Todmorden Business Association; Local Business; Art, Culture & Tourism Organisations; Community Based Organisations; Young People's Groups or Schools; Environmental Groups; Sporting Organisations.

PROVIDED ALWAYS that no single classification in this sub-clause has more than three (3) representatives.

5.3.4 Six (6) members co-opted by the Board for their particular skills or expertise. Co-opted members of the Board shall serve until the Annual Meeting after their co-option, after which time they may be invited to re-stand

- 5.4 From within this membership Todmorden Pride will include a Chairperson, a Vice Chair, a Secretary and a Treasurer. Elections for these officer positions will be held at the first Partnership Board meeting held after the Annual Meeting. The position of Chair shall be up for re election every two years.
- 5.5 The quorum for any Todmorden Pride meeting shall be five or one third of the members, whichever is the greater
- 5.6 Todmorden Pride may establish any sub committees and other ad hoc working groups to facilitate its work, membership of which will be determined by them.
- 5.7 Todmorden Pride shall meet at least six times a year, and as often as necessary to facilitate the work of the group. All Todmorden pride meetings are open to the public to attend but not participate; although non-members may be asked to leave the meeting when confidential, commercial or other sensitive information is being considered.

## **6: General Meetings**

- 6.1 Todmorden Pride shall in each calendar year hold an Open Meeting.
- 6.2 This Annual Open Meeting of the group shall be held not later than fifteen calendar months after the preceding one. The meeting will be open to all members of the public resident in Todmorden, and all other public and private sector representatives.
- 6.3 This meeting shall be used as a means of communicating Todmorden Pride's successes during the previous year, and to encourage the involvement of otherwise excluded individuals and organisations, Business to be transacted shall also include the adoption of a report and financial statement, the appointment of auditors, and the transaction of any other matters as may be necessary.
- 6.4 The election or re-election of co-opted members of the partnership Board shall also take place at the Annual open Meeting. Any current vacancies in the other areas of representation on the Board (see 5.3) will also be known prior to the meeting and nominations invited. Nominations will normally be by self-nomination through attendance of the Annual Open Meeting. Appointment will be by election from attendees at the Open Meeting.
- 6.5 The Secretary shall be responsible for organising the Annual Open Meeting, and will be required to secure attendance at the meeting by as wide an audience as possible, using various local media (which will comprise at least an advert in the local press), and giving no less than 28 days notice.
- 6.6 Other ('Extraordinary') General meetings shall be convened by the Secretary either at the behest of Todmorden Pride, or on receipt of a written request signed by at least ten board members. Such requests shall contain particulars of the business to be discussed, and be submitted with a period of 28 days notice. No other business than that specified in the notice shall be dealt with at a Special General meeting.

## **7: Rules & Procedures**

- 7.1 Where decisions are needed these will be taken on the basis of the majority vote, with the Chairperson having a second and casting vote in the case of a tied vote.
- 7.2 Todmorden Pride will ensure that minutes of all meetings are maintained, and that all proceedings and resolutions are recorded.
- 7.3 All members of Todmorden Pride will be expected to act with respect and responsibility in terms of confidential matters arising.
- 7.4 Declaration of Interest - Members of Todmorden Pride shall declare any interest in matters of the Partnership Board's agendas. Members shall withdraw from any decision making forum dealing with matters of financial support or endorsement of projects or enterprises in which they or their immediate family have an involvement. At the start of each meeting the Chair will ask if anyone has an interest to declare.
- 7.5 Todmorden Pride shall have the power to withdraw membership from anyone who shall offend against the rules of Todmorden Pride or whose conduct - in the opinion of the Partnership Board - shall render her/him unfit for office. Before any such member is excluded, the Secretary shall give her/him seven days written notice to attend a meeting of at least two thirds of the Partnership Board, in which will be detailed the complaints made against her/him.
- 7.6 Following any members' non-attendance at three (or more) consecutive regular meetings the Board may, following submissions of mitigation either by the member or the Secretary, consider withdrawal of membership.

## **8: Finance**

- 8.1 Any money raised by or on behalf of Todmorden Pride shall be applied to further the aims of Todmorden pride and not otherwise. Payments may be made in good faith of reasonable and proper remuneration to any employee of Todmorden pride, or any other agreed out of pocket incurred by others on behalf of the forum.
- 8.2 Todmorden Pride will maintain a set of income and Expenditure accounts, which shall be subject to annual independent inspection and be presented at the Annual Open meeting. Financial updates shall be made available for inspection at all meetings of the Partnership Board .
- 8.3 A copy of the most recently available annual statement accounts shall be made publicly available.
- 8.4 Todmorden Pride will operate within the financial guidelines and instructions issued by Calderdale MBC and other funding agencies.

**9: Changes to the Constitution**

- 9.1 This Constitution shall only be amended by the approval of at least two thirds of members present and voting at an Annual General Meeting, or a Special General Meeting convened for this purpose.

**10: Dissolution**

- 10.1 The Todmorden Pride Partnership Board may be dissolved at any time by a resolution passed by a two thirds majority of those present at a Special General meeting of the Board of which at least 21 clear days notice has been sent to all members of the Board.
- 10.2 Such resolution may give instruction for the disposal of any assets held by or in the name of the Board, provided that if any property remains after the satisfaction of all debts and liabilities, such property shall be given or transferred to such other institutions or institution (having objects similar or all of the objects of the Board) as the Board may, with such approvals as are necessary, determine.

***Adopted at the Todmorden Pride AGM held 17:03:11.***

{NB: *Adopted on the assumption that TTC will agree to the increase in cl 5.3.1.*}

Signed  (Chair)