

# DERBY LETS - CONSTITUTION

## 1. Name

The name of the Organisation is DERBY LETS, referred to as 'the System' in this constitution.

## 2. Aims & Objectives

- i) To develop and encourage the experience of community in Derby through the establishment of a Local Exchange Trading System.
- ii) To stimulate the creation of social and economic benefits by and for its members and the people of Derby.
- iii) To encourage and support the development of other local exchange systems in the region.

## 3. Membership

- i) Membership of the System shall be open without prejudice to any individual sympathetic to the aims of the System, subject to the restrictions that may be applied by the core group in exceptional cases, such as the abuse of the System. Any restrictions shall be imposed in accordance with the rules and procedures agreed at a General Meeting.
- ii) Membership shall be dependent on:-
  - a) the payment of membership fees, renewable annually or otherwise as agreed at a general meeting, and
  - b) the applicant's endorsement of the Derby LETS Membership Agreement and Constitution.
- iii) Derby LETS is apolitical and will not affiliate to any political organisation.

## 4. Legal Status

Derby LETS is an unincorporated members club/society of people willing to trade amongst themselves.

## 5. Organisational Basis

- i) The rights and authority of Derby LETS are vested in all members, who delegate authority, as appropriate, to a CORE GROUP to act on their behalf.
- ii) The Core Group undertakes to carry out all tasks entrusted to it to ensure the effective running of the System.
- iii) The Core Group includes all those who have taken on the tasks of running the LETS System, and especially the co-ordinator, accountant, treasurer, directory producer, membership secretary and fund raiser.
- iv) Only members of the LETS System can join the Core Group.
- v) The Core Group shall arrange meetings in accordance with the procedures laid down in this constitution.
- vi) An ADVISORY GROUP may be initiated by the members, or otherwise by the Core Group with the functions including:-
  - a) To oversee and advise the Core Group on the organisation and development of the System as a whole

- b) To feedback information and advice on the management, organisation and direction of the System between the members and the Core Group.
- c) To act as a member liaison and support group, presenting the proposals, opinions, advice and complaints of any Members who may be unable to speak directly to the Core Group.
- d) It is composed of LETS System members who are not presently carrying out the regular tasks of running the System.
- e) It may also include advisors who are not part of the System.
- f) At least one Advisory Group member will normally attend regular Core Group meetings.
- vii) An ARBITRATION GROUP may be set up with functions including:-
  - a) To ensure the accountability of the Core Group to the Membership.
  - b) To adjudicate in any cases of dispute between members, or between members and the Core Group.
- viii) GROUP MEMBERS shall agree:-
  - The appointment of members to the Core Group.
  - Signatories to any sterling accounts and the name of the bank to be used.
  - The name and value of the System unit of exchange
  - Adoption of the Constitution and Membership Agreement.

## **6. Decision Making Process**

- i) Membership entitles holder to one vote at General Meetings.
- ii) The members at the AGM shall appoint a Core Group, and may appoint an Advisory Group and Arbitrators.
- iii) Nominations for membership of the Core, Advisory and Arbitration Groups are invited before the start of the AGM. Any member in good standing is eligible for election at the AGM. The exact method of election shall be determined by Group Members or as subsequently decided by a General Meeting.
- iv) Consensus vote shall be the preferred means of decision making.

## **7. Function of the LETS Core Group**

- i) The Core Group undertake to manage the System on behalf of the Membership, appointing such roles and functions as necessary to maintain the System in the interests of the Membership as a whole, including:-
  - a) Maintaining an up to date list of all members
  - b) Recording accurately Members transactions and supplying accounts
  - c) Publicise directories
  - d) Communicating with Members and taking note of their opinions
  - e) Maintaining the financial viability of the System

## **8. Core Group Meetings**

- i) The Core Group shall arrange and determine the timing and frequency of its meetings. This will normally be at least every three months and more frequently when required.
- ii) The Core Group shall publicise it's meetings at least 7 days in advance to all members, normally through the regular System mailing or newsletter.
- iii) The Core Group shall keep a record of all its meetings and make these available to all members, normally through the regular meetings.

- iv) Core Group meetings are open for any member to attend and make a contribution.
- v) The Quorum shall be 2 members of the Core Group.
- vi) Any Core Group member who is absent for three consecutive meetings without good reason or notice may be deemed to have resigned their position, and if deemed so will be notified to that effect.
- vii) The Core Group may co-opt non-members in a non-voting capacity given the consent of the majority vote of the Core Group.
- viii) Any Core Group member may be dismissed by a three-quarters majority vote of the entire Core Group, for reasons of exceptional mismanagement or gross misconduct.
- ix) At least one member of the Advisory Group and one Arbitrator shall also be present and be empowered to vote at Core Group meetings.

## **9. General Meetings**

- i) The Core Group shall organise an Annual General Meeting once in every calendar year.
- ii) The Core Group shall arrange General Meetings (including Extraordinary General Meetings) at either the request of their own meeting, or at least 4 members of the System.
- iii) Fourteen days notice of each General Meeting shall be given to the members.
- iv) Membership entitles each holder to vote at each General Meeting.

## **10. Finance**

- i) Any monies received shall be paid into the Derby LETS bank account with the Unity bank (or at such bank as the Core Group shall decide from time to time and in accordance with the instructions from a General Meeting).
- ii) Any monies received or paid out in the name of the System shall be paid into or from the System account. The Core Group, in accordance with instructions from a General Meeting, shall decide from time to time which signatories can be accepted for financial transactions with the bank.
- iii) No member shall derive any financial benefit from the System, other than the payment of reasonable expenses.
- iv) Members can be paid reasonable wages in local currency for administrative work carried out in agreement with the Core Group.
- v) Any Core Group member who carries out an agreed activity on behalf of the System will not be held personally liable for reasonable debts, and will be entitled to be indemnified from the System funds provided that no payment shall be made or obligation entered into which cannot be met by the balance of funds held by the System.
- vi) A copy of the most recent statement of accounts (in both sterling and the local currency) shall be made available to any member on request, and shall be presented at each AGM.
- vii) Derby LETS is a non-profit-making organisation. Any surplus funds over and above the running costs and development costs of the System will be directed to consultation with the members at a meeting, publicised to all members in advance. Members may vote in person or by proxy. Decision-making will be by majority vote, and will include the votes of all the members of the Core, Advisory and Arbitration Groups.

## **11. Changes to the Constitution**

- i) Any changes to this constitution can only be made by a two thirds majority vote at a General Meeting. The quorum for such a meeting shall be one quarter of the membership or 5 members, whichever is the larger. Notice giving full details of the proposed changes shall be posted to each member at least 14 days before the meeting.

## **12. Winding Up**

- i) The System can only be wound up after a democratic consultation process with all the members. A questionnaire will firstly be circulated to all members inviting feedback, and nominations for the various management roles. At least one month thereafter, a notice of an Extraordinary General Meeting will be sent to all members at least 3 weeks before it is held. The notice will invite all members to attend to discuss ways of enabling the System to continue and encourage members to come forward as candidates for the various management roles.
- ii) Following the Extraordinary General Meeting, voting papers will be sent to all members to decide the future of the System. The System can only be wound up by a two thirds majority of the membership by ballot, the results of which shall be available at a further General Meeting. A notice giving full details of that General Meeting will be posted to all members at least 14 days before the meeting.
- iii) If the System is to be wound up, those members with accounts in debit to a significant effect (the amount to be decided by consensus at the meeting), will be given a reasonable period of time in which to repay the bulk of their debit to the membership. Members whose balances are significantly in credit will be identified and efforts made to assist them in balancing their accounts.
- iv) After settling all debts and obligations, any remaining monies and property shall be transferred to an organisation with an ethical track record, to be decided at the meeting.

End.