

Bath Co-operative Alliance

Rules of association (Constitution)

1. Name of Association:

Bath Co-operative Alliance (BCA)

2. The purpose of the BCA

The Bath Co-operative Alliance (BCA) aims to support the spreading of knowledge and practice of enterprises of whatever type, appropriate to the desired task, product or service, based on recognised Co-operative Principles. (Currently seven)

Cooperative Principles:

Principle 1: Voluntary and Open Membership

Co-operatives are voluntary organisations, open to all persons able to use their services and willing to accept responsibility of membership, without gender, social, racial, political or religious discrimination.

Principle 2: Democratic Member Control

Co-operatives are democratic organisations controlled by their members, who actively participate in setting their policy and making decisions. Elected representatives are accountable to the membership. In primary co-operatives members have equal rights (one member, one vote), and co-operatives at other levels are also organised in a democratic manner.

Principle 3: Member Economic Participation

Members contribute equitably to, and democratically control, the capital of their co-operative. At least part of that capital is usually the common property of the co-operative. Members usually receive limited compensation, if any, on capital subscribed as a condition of membership. Members allocate surpluses for any of the following purposes: developing their co-operative, possibly setting up reserves, part of which at least would be indivisible; benefiting members in proportion to their transactions with the co-operative; and supporting other activities approved by the membership.

Principle 4: Autonomy and Independence

Co-operatives are autonomous, self-organising organisations, controlled by their members. If they enter into agreements with other organisations, including governments, or raise capital from external sources, they do this on terms that ensure democratic control by their members and maintain their co-operative autonomy.

Principle 5: Education, Training and Information

Cooperatives provide education and training for their members, elected representatives, managers and employees so they can contribute effectively to the development of their co-operatives. They inform the general public - particularly young people and opinion leaders - about the nature and benefits of co-operation.

Principle 6: Co-operation Among Co-operatives

Co-operatives serve their members most effectively and strengthen the Co-operative Movement by working together through local, national, regional and international structures.

Principle 7: Concern for the Community

Cooperatives work for the sustainable development of their communities through policies approved by their members.

3 : **Elected Trustees**

The administration of the BCA will be supervised by trustees elected at the Annual General Meeting.

4 : **Carrying out the purpose**

- (a) Receive membership dues, voluntary subscriptions, donations and grants.
- (b) Apply funds to carry out the work and realise the objectives of the BCA.
- (c) Co-operate with other organizations and enterprises that share the purpose of the BCA.
- (d) Do anything which is lawful and necessary to achieve the purposes.

5: **Membership**

- (a) Membership is open to all over the age of 16, who agree with the purpose and rules of the BCA; and reside or work in Bath and NE Somerset or adjacent districts.
- (b) Members will pay a subscription which will be agreed at the AGM each year.
- (c) Membership will lapse if a member's dues are more than one year in arrears.

6: **Annual General Meeting - AGM**

- (a) The AGM must be held every year within 15 months of the previous AGM, with 14 day notice given to all members telling them what is on the agenda. Minutes must be kept of the AGM.
- (b) There must be at least five members present of whom at least three must be trustees for the AGM to be quorate.
- (c) Every member has one vote.
- (d) No member will hold more than two proxy votes apart from his or her own. Members giving their vote to a proxy must give written or electronic notification of so doing.
- (e) The trustees will present the annual report and accounts.
- (f) Any member may stand for election as a trustee.
- (g) Members will elect at least five trustees. One must be appointed Chairperson, one the Secretary and one the Treasurer. They will retire at the AGM but may stand for re-election.

7. **Trustee meetings**

- (a) The trustees must hold at least three meetings a year. Decisions will be by majority vote.
- (b) At least three trustees must be present at trustee meetings. Minutes must be kept of all meetings.

- (c) Trustees may co-opt an additional trustee subject to giving a seven day notice to the membership by electronic means. Such appointments must be agreed at the next appropriate general meeting.

8. Money and Property

- (a) Money and property must only be used for the BCA's purposes.
- (b) The trustees must keep accounts. The most recent accounts must be available to be seen by any member requesting.
- (c) Trustees cannot receive any money or property from the BCA, except to refund reasonable out of pocket expenses.
- (d) Money must be held in the BCA bank account. Two trustees must sign all cheques.
- (e) The trustees must give seven days notice to the membership if they intend to spend 25% or more of available funds belonging to the BCA. This notification can be done electronically. If any objections are raised the matter must be referred to the next meeting.

9. General Meeting and voting by members through the Internet

- (a) Any change of rules or winding up of the BCA must be done in a General Meeting. Trustees must also call a General Meeting if they receive request from at least a quarter of the membership. A notice of 14 days must be given. All decisions require a two-thirds majority. Minutes must be kept.
- (b) Winding up – any money or property remaining must be given to institutions that support the aims of the BCA.
- (c) Changes to the Constitution – can be made at AGMs or General Meetings, these need a two thirds majority
- (d) The trustees may put decisions to the general membership through the use of internet decision-making platforms such as Loomio. A quarter of the members can require this by requesting this by electronic communication.

These rules of association for Bath Co-operative Alliance were adopted at a meeting held on _____ by those people whose signatures appear below, of whom at least 5 will be appointed Trustees until the first AGM which must be held within a year of this date.

In addition to adopting the above rules the meeting also agreed that application should be made to open an account at Bath Building Society. Signatories to the account must be over the age of 18.

Signed

Print Name and Address

Position

Appendix 1 (Explanatory Notes)

Objectives and resources

An association is proposed in order to give the Bath Co-operative Alliance a formal structure to organise around and hold funds. The funds are meant to enable the association to do things that support its aims. These will include:

1. renting rooms for meeting or events;
2. funding bringing in speakers;
3. funding costs of sending people to conferences or on courses;
4. holding meetings that help develop a local plan for the Co-operative economy;
5. supporting local pioneering groups that are trying to establish new co-ops;
6. educational events;
7. anything more to further the purpose of the BCA.

Notes

This document has been based on the Cooperative Principles as published by the Co-operative College.

The rules are adapted from a Charity commissioners document - Small Charity Constitution.

Alterations to fit the aims of a cooperative organisation.

It might be useful to have an association, which itself has a semblance of a Co-op. However this is not worth doing unless at least fifteen or more people are willing to sign up and several of these are willing to serve as trustees.

Funds

Whilst we might on occasion apply for funding from other organisations any funds sought or applied for should not compromise the self sufficiency and democratic autonomy of the BCA. We should avoid being a supplicant vehicle to institutional agendas.

Voting at Meetings

Two thirds majority voting is a compromise between simple majority and consensus. Consensus can be difficult and cumbersome to obtain whilst a simple majority could be contentious.