



## MARSHWOOD COMMUNITY LAND TRUST

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# STANDING ORDERS

**1<sup>st</sup> Adopted on:** 28<sup>th</sup> November 2012

**Updated by:** Samantha Martin, Secretary

Last reviewed on:

Version Control	Date	Name	Position	
1	28 <sup>th</sup> Nov 2012	David Hitchcock	Chairman	Agreed
2	29 <sup>th</sup> September 2024	Samantha Martin	Secretary	In-Progress

### Review of Standing Orders

These standing Orders will be reviewed annually by the secretary and the Chair, and any amendments will be agreed.



## 1 ANNUAL GENERAL MEETING

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1.1 Must be held within 15 months of previous AGM

1.2 21 days' notice to be given to all members

### 1.1 BOARD SELECTON

1.1.1 Board members are to be proposed and seconded by members

1.1.2 Seconded candidates shall send their application to the secretary to be circulated to all members not less than 14 days before the AGM

1.1.3 The board member's application shall state:

- Why they wish to join the board
- What qualities they bring
- What they hope to achieve

1.1.4 Where more than two persons have been nominated for any position to be filled by the Board and of the votes given there is not an absolute majority in favour of one person, the name of the person having the least number of votes shall be struck off the list and a fresh vote is taken, and so on until, a majority of votes is given in favour of one person

### 1.2 AGENDA ITEMS

1.2.1 The outgoing chair will give a summary of the previous year's activities.

1.2.2 CLT accounts for the year, which have been signed off by the board, accepted by members

1.2.3 Audit exemption to be voted on if allowable in law

1.2.4 Board members stepping down, do so and new Board vote in

1.2.5 AOB included in the Agenda

## 2 BOARD MEETINGS

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2.1 Any board member may request the secretary to call a board meeting

2.2 The minimum notice given shall be 2 days

2.3 The chair has a casting vote

2.4 The chair shall be nominated by the board at the first meeting after the AGM

2.5 If the Chair is not present, another may be selected as for that meeting

2.6 The quorum for any board meeting is 2 (unless this has been changed)

2.7 During the course of board meetings, the chair's decision as to the interpretation of the Rules and these Standing Orders will be final

2.8 The board may resolve to suspend a Standing Order; in order to progress the business of the CLT and such decision will be included in the minutes. The suspension will not be taken lightly and it will be time-limited.



## MARSHWOOD COMMUNITY LAND TRUST

2.9 At each board meeting after the AGM the first business shall be:

- To Elect a Chairman of the CLT. The Chair cannot be a member of the Parish Council. The previous Chairman may be re-elected
- To Elect a Treasurer and a Secretary
- To Fill any vacancies left unfilled at the election, by reason of insufficient nominations. The minimum number of board members is 2. The maximum 10
- To elect a member of the Parish Council to the board
- To set at least 3 dates for board Meetings before the next AGM

### 2.10 Agenda Items

2.10.1 Apologies, with the reason given to the Secretary

2.10.2 New declarations of interest

2.10.3 Minutes of previous CLT Board Meeting – to consider and approve the Minutes Points of accuracy only, not to re-opening discussion

2.10.4 After approval, the Chairman shall sign the Minutes and initial each page as a correct record

2.10.5 Outstanding Actions from Minutes

2.10.6 Finance – To consider any matters that require CLT action or resolution. This will include a record of money received and the authorisation of payments to be made

2.10.7 Urgent Business – at the discretion of the Chairman, to hear issues that have arisen since the agenda was issued

2.10.8 Other items covered by the agenda

2.10.9 Applications for membership or cessation of membership received by the Secretary

2.10.10 AOB

2.10.11 Date of Next Meeting

## 3 Secretary

3.1 The Secretary is elected by the Board and enables the CLT to be run in a tidy and lawful manner.

3.2 The Secretary shall:

3.2.1 Provide each new Board member with a letter of introduction, which confirms whether the Board member is elected or co-opted and includes

- The Code of Conduct – and the member's written undertaking to observe it
- These standing Orders
- The Financial Regulations

3.2.2 Maintain a dated record of all incoming and outgoing correspondence

3.2.3 Acknowledge all incoming letters in receipt and circulate to the board all incoming correspondence that needs action or attention in readiness for meetings

3.2.4 Maintain the following registers

- Members Register
- Register of Interests
- Use of Seal
- Asset Register

3.2.5 Ensure a letter of resignation is provided by any Board member standing down

3.2.6 Take applications for membership of the CLT to the Board Meetings

3.2.7 Ensure notice to attend meetings of the CLT is given



## MARSHWOOD COMMUNITY LAND TRUST

- 3.2.8 Ensure proper records of all CLT meetings are made
- 3.2.9 Be responsible for any statutory reporting to HMRC, FSA etc
- 3.2.10 Accept proxy votes and use them at meetings
- 3.2.11 Ensure money laundering checks are sufficient

## 4 Disorderly Conduct

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- 4.1 All board members observe the latest Code of Conduct adopted by the CLT
- 4.2 No board member shall at a meeting persistently disregard the ruling of the Chairman, wilfully obstruct business, or behave irregularly, offensively, improperly or in such a manner as to bring the CLT into disrepute.
- 4.3 If, in the opinion of the Chairman, a Board member has acted in a manner contrary to that required by the Code of Conduct, the Chairman shall express that opinion to the CLT Board and thereafter any Board member may move that the Board member named by no longer heard or that the Board member named should leave the meeting, and the motion, if seconded, shall be put to the vote forthwith and without discussion. If the Board member reasonably believes another Board member is in breach of the Code of Conduct, that Board member is under a duty to report the breach to the Chairman.
- 4.4 The Chairman may adjourn the meeting or take such further steps as may reasonably be necessary to resolve the matter.

## 5 Committees

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- 5.1 The CLT Board may appoint Committees but:
  - 5.1.1 Shall not appoint any member of a committee to hold office later than the next AGM
  - 5.1.2 May appoint persons other than members of the CLT to any Committee; and
  - 5.1.3 May at any time dissolve or alter the membership of a Committee
- 5.2 Every Committee shall at its first meeting and before proceeding to any other business, select a Chairman who shall hold office until the next AGM, and settle its programme of meetings
- 5.3 Except where ordered by the CLT Board, the quorum of a Committee shall be one half of its members
- 5.4 The Standing Orders on conduct, and interests of members in contracts and other matters shall apply to Committee meetings.
- 5.5 A person who has made a proposal that by resolution has been referred to a Committee of which they are not a member, may attend their proposal to the Committee but shall not vote.



## 6 Unauthorised Activities

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- 6.1 No member of the CLT Board or of its Committee shall in the name of or on behalf of the CLT issue orders, instructions or directions or otherwise represent the CLT unless authorised to do so by the CLT Board.

## 7 Admission of Press & Public to meetings

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- 7.1 The public and press may be invited & admitted to any meeting of the CLT
- 7.2 If anyone interrupts the proceedings at any meeting, the Chairman may, after warning, order that s/he be removed from the meeting and may adjourn the meeting for such periods as is necessary to restore order.

## 8 Confidential Business

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- 8.1 No member of the CLT Board or of any Committee shall disclose to any person not a member of the CLT board any business declared to be confidential by the LCT Board, or a Committee
- 8.2 Any Board member in breach of this Standing Order shall be removed from the CLT Board and from any Committee

## 9 Financial Matters

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- 9.1 The CLT shall have Financial Regulations. These should normally be drafted by the Treasurer and be submitted to the CLT Board for agreement and adoption. They should be reviewed every year.
- 9.2 The Financial Regulations shall include detailed procedures for the followings:
- 9.2.1 The accounting records and systems of internal control
  - 9.2.2 The assessment and management of risks faced by the CLT
  - 9.2.3 The financial reporting requirements of Board members
- 9.3 All accounting and financial matters, including budgets shall be controlled and administered in accordance with the adopted Financial Regulations.

## 10 Emergency Business

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- 10.1 Should it not be appropriate to convene a special meeting then any emergency business will be handled by the secretary, in consultation with the Chair and one other board member. Actions will be reported promptly to the Board.
- 10.2 The Board may resolve to suspend a Standing Order, in order to progress the business of the CLT, and such decision will be included in the minutes. The suspension will not be taken lightly and it will be time-limited



## 11 Risk Assessment

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- 11.1 A risk assessment will be undertaken annually of all the activities of the CLT and a report approved by the Board.
- 11.2 This assessment will also cover the appropriateness of the internal audit arrangements.
- 11.3 The Risk Assessment will be reviewed annually.
- 11.4 If the CLT undertakes a new activity not covered by the existing risk assessment an assessment will be undertaken before the activity commences.

## 12 Review of Standing Orders

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- 12.1 These standing Orders will be reviewed annually by the secretary and chair, and any amendments will be decided by the Board.