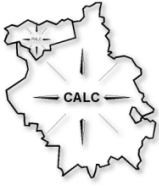


Cambridgeshire and Peterborough Association of Local Councils

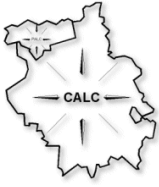
Constitution

Version 2.82



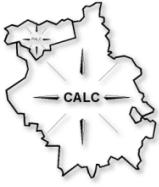
DOCUMENT HISTORY

Version	Issue Date	Status
1.0	26-06-06	Working Draft
1.1		Internal Draft
1.2	05-07-06	Working Draft
1.3	07-07-06	Working Draft
1.4	11-07-06	Working Draft
1.5	14-07-06	Working Draft
1.6	15-07-06	Working Draft
1.7	17-07-06	Working Draft
1.8	20-07-06	Pre Release
1.9	24-07-06	Sign Off
2.0	30-07-06	Release
2.1	25-08-06	Revised post exec
2.2	02-09-06	Release
2.3	06-09-06	Revised
2.4	08-09-06	Release
2.5	18-09-06	Post May 2008 EGM
2.6	31-01-09	Released Post Dec 2008 AGM
2.7	20-10-09	Draft pre 2009 AGM
2.7	26-10-09	Release post 2009 AGM
2.71	11-12-09	Revised to correct typographical errors
2.8	28-09-11	Draft pre 2011 CAPALC AGM
2.81	04-10-11	Amended draft pre 2011 CAPALC AGM
2.82	13-12-11	Release post 2011 AGM



CONTENTS

Document History	2
Contents	3
1. NAME	4
2. DEFINITIONS	4
3. OBJECTIVES	4
4. MEMBERSHIP	4
5. DISTRICT ASSOCIATIONS	5
6. ANNUAL AND EXTRAORDINARY GENERAL MEETINGS	6
7. THE EXECUTIVE BOARD	7
8. FUNCTIONS OF THE EXECUTIVE BOARD	8
9. TENURE OF OFFICE	8
10. GENERAL PROVISIONS	9
11. DISSOLUTION OF CAPALC	9
12. ALTERATION OF THE CONSTITUTION	9



1. NAME

The Association shall be known as 'Cambridgeshire and Peterborough Association of Local Councils', hereinafter to be referred to as 'CAPALC'

2. DEFINITIONS

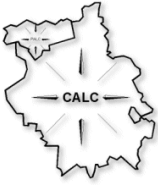
- A. "The County " and "county" mean the combined geographical area of and including the Districts, Unitary and City authorities of Fenland, Huntingdonshire, East Cambridgeshire, Cambridge City, Peterborough City and South Cambridgeshire,
- B. "The National Association" means the National Association of Local Councils (NALC),
- C. "The Association" means the Cambridgeshire and Peterborough Association of Local Councils (CAPALC),
- D. "Local Councils" or "Local Council" means the First Tier of Statutory Local Government, comprising Town and Parish Councils and Parish Meetings in England,
- E. "Member", "Members" or "Member Council" means a Local Council who has paid the current annual subscription,
- F. "Representative" or "Representatives" means an elected person from a member council,
- G. "Audit" should not imply the need for a full audit by a registered auditor,
- H. The "Board" means the Executive Board of CAPALC,
- I. "Year" means the 12 months from April 1st in any calendar year until March 31st in the following calendar year

3. OBJECTIVES

- A. To support, advise and represent the interests of Local Councils,
- B. To promote the adoption of best practice by its Members,
- C. To provide support and co-ordination to all aspects of the work of Local Councils, as embodied in the following principles of good local government

4. MEMBERSHIP

- A. Membership will be open to Local Councils in the county,
- B. A Local Council wishing to be a Member shall pay an annual subscription, effective from 1st April each year, approved at an Annual General Meeting of CAPALC,

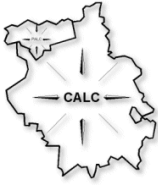


- C. The failure of a Member to pay by 31st July will preclude the Member from accessing services,
- D. CAPALC shall pay to NALC or its successor each financial year such sums as may from time to time be fixed by NALC,
- E. Any member wishing to resign from CAPALC shall give notice on or before December 31st in any year and such notice shall become effective as from the succeeding March 31st,
- F. Associate membership may be available on terms to be decided by the Board to organisations with an interest in local communities and their representation. Such associate members must be prepared to accept the terms of the Constitution of CAPALC

5. DISTRICT ASSOCIATIONS

- A. A District Association(s) may be established in any District or other local government area in which there are local councils,
- B. The membership of a District Association shall include all the Member councils situated within that area or District,
- C. Attendance at District Associations meetings shall be open to councillors and clerks of all councils. Only one nominated councillor representatives from each Member council in attendance shall be entitled to vote. No proxy voting is allowed.
- D. The terms of reference of District Associations may be made and varied from time to time with approval of the Board. Within these terms of reference each District Association may arrange its own business and procedures and shall appoint a Chair and such honorary officers as it may deem necessary,
- E. Copies of all decisions, minutes, motions and submissions will be communicated in writing to the County Executive Officer of CAPALC,
- F. Once in each Year each District Association shall hold a meeting:
 - (a) to elect a Chair,
 - (b) to elect its District Representatives,
 - (c) to nominate a representative to serve on the CAPALC Board,
 - (d) to nominate representatives & deputies with appropriate skills to serve on partnerships & other outside bodies,

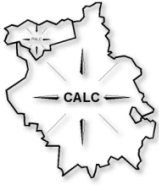
At any of its meetings, the District Association may elect persons (either the Chair or District Representatives) to fill casual vacancies caused either by resignation or by



such persons ceasing to be qualified. Those elected shall serve until the next District Annual General Meeting

6. ANNUAL AND EXTRAORDINARY GENERAL MEETINGS

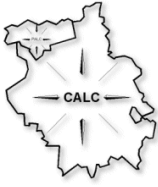
- A. A General Meeting of CAPALC shall consist of:
- (i) Any number of Representatives may be sent by a Member council but only one Member may vote per Member council,
- B. The Chair of the Board shall, if present, preside at General meetings. In the Chair's absence such other person elected at the meeting, will preside,
- C. The presiding officer shall exercise a casting vote in the event of an equal vote.
- D. Subject to the terms of this Constitution the General Meeting may make rules for the conduct of its own business,
- E. The County Executive Officer, or in an emergency such other person as the Board shall appoint, shall convene an Annual General Meeting on a date to be fixed by the Board during October, November or December. The business of the Annual General Meeting shall be: -
- (i) To receive the Accounts for the preceding year independently examined,
 - (ii) To appoint Independent Examiners,
 - (iii) To determine on consideration of the recommendation of the Board the subscription of each Member council, payable on April 1st the following year,
 - (iv) To receive such presentations as may be arranged.
 - (v) To consider and debate motions properly submitted,
 - (vi) To consider any other matters permitted by this Constitution,
- F. Member councils & the Board may submit motions for debate at the Annual General Meeting, provided that notice of motions are given in writing no later than 6 weeks before the date of the Annual General Meeting. Such notice will be addressed to the County Executive Officer except when originated by the Board,
- G. The County Executive Officer, or whoever is appointed in his stead, shall give every Member council at least 28 days notice of the time and place of the Annual General Meeting, the business and motions to be considered. A copy of the annual report and accounts for the preceding year shall accompany such notice,
- H. An Extraordinary General Meeting shall be convened by the County Executive Officer, or whoever is appointed in his stead, when requested by the Chair of the Board, or by the Board or by 10 Member councils. A request for an Extraordinary General Meeting must be made in writing and must state the business to be considered. There will be no other business introduced into that agenda at that meeting,



- I. The County Executive Officer, or whoever is appointed in his stead, will give at least 28 days notice to Members of any Extraordinary General Meeting, and of the business to be considered,
- J. The quorum of a General Meeting shall be 12 Members entitled to vote,
- K. The proceedings of General Meetings shall not be invalidated because any person or body entitled to notice of the meeting has not received such notice
- L. Written communication includes email

7.THE EXECUTIVE BOARD

- A. The Executive Board shall consist of 12 members comprising...:
 - 5 members one, elected by each district, elected annually at the Annual General Meeting of each district association,
 - 5 members elected via an Annual General Meeting of CAPALC,
 - 1 Treasurer elected at the CAPALC Annual General Meeting,
 - 1 County Executive Officer as a full Board member,
 - The Board may appoint any Board member responsibility for a specific operation area to work with the CAPALC Secretariat
- B. All Board Members with the exception of the County Executive Officer are to be unpaid, reasonable expenses may be claimed as defined by the Board,
- C. To be quorate 4 Board members must be present,
- D. The Chair shall have a second or casting vote in the event of a tied vote,
- E. Excluding ex officio members, the two longest serving Board members elected via the CAPALC Annual General Meeting will retire annually,
- F. Casual vacancies will be filled by co-option until the following Annual General Meeting,
- G. Board members retiring by rotation are eligible for re-election,
- H. The Board will elect its own Chair annually from its members at the first CAPALC Board meeting after the CAPALC Annual General Meeting,
- I. The Board shall be free to appoint a secretary for itself and independent from the CAPALC secretariat,
- J. The Chair of the Board shall not be the Treasurer or County Executive Officer,
- K. Members of the Board shall actively support the CAPALC secretariat in delivering the vision and aims,
- L. Members of the Board shall engage in training as necessary



8. FUNCTIONS OF THE EXECUTIVE BOARD

A. The duty of the Executive Board is to...

- Provide clear vision, strategies, policies,
- Plan, prioritise, promote and deliver,
- Actively promote members interests and objectives,
- Represent members in consultations,
- Identify measures of progress and success,
- Deliver a sustainable organisation,
- Ensure that there is adequate governance,

B. Accountability

- The Board is accountable to the Members,
- The Board's mandate is granted by the members,

C. Meetings

- The Board will meet at least 4 times a year,
- In the event of a tied vote the Chair of the Board shall have a casting vote,
- All Board meetings shall be open to Representatives of local councils who may attend & speak by invitation. The Board may go into close session when confidential matters are to be discussed,

D. The Board is collectively responsible for the organisations finances. It shall appoint a suitably qualified accountant to deliver such accounting and reporting services as the Board may determine from time to time,

E. The Board may take such steps, incur such expenditure, and acquire and dispose of property, enter into such commitments or arrangements and employ such servants or agents as are appropriate to implement CAPALC's policies in accordance with the approved budget,

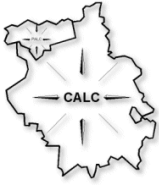
F. The Board shall control the banking and investment of CAPALC's funds,

G. The Board shall present an Annual Report and submit independently examined Accounts to the Annual General Meeting

9. TENURE OF OFFICE

A. No member elected to the office of Chairman or Treasurer shall hold office for more than six consecutive years. Service in one capacity shall not prevent subsequent service in a different capacity,

B. If the office of appointed independent examiner falls vacant between one Annual General Meeting and the next, the Board shall fill the vacancy until the next Annual General Meeting



10.GENERAL PROVISIONS

- A. The Association shall maintain appropriately located offices in order to conduct its business efficiently,
- B. The Association shall have the power to appoint a County Executive Officer. The County Executive Officer shall appoint such other staff with specific responsibilities as may be required for the efficient running of CAPALC, with the approval of the Board

11.DISSOLUTION OF CAPALC

- A. The Association may only be dissolved at a General meeting where the motion for dissolution is confirmed by two-thirds of the votes cast,

After the discharge of all liabilities any surplus assets shall not be paid to or distributed in kind amongst the Members but shall be transferred to one or more organisation or institution having objects similar to those of CAPALC and which prohibit the distribution of surplus assets amongst members on dissolution,

Such other organisation or organisations to be determined by the Board at or before the time of dissolution

12.ALTERATION OF THE CONSTITUTION

Alteration or amendment of this Constitution may be made by:-

- A. A recommendation of the Board confirmed by two-thirds of the votes cast at a General Meeting,
- B. A motion passed by two-thirds of the votes cast at a General meeting provided that at least six weeks' notice of the motion has been given to the County Executive Officer and he has given at least 28 days' notice to all members.
- C. A motion passed by two-thirds of the votes cast as a ballot of member councils provided that at least six weeks' notice of the motion has been given to the County Executive Officer and he has given at least 28 days' notice to all members.