



Constitution of the Forest of Dean & Wye Valley Men's Shed

The aims of the Shed

Our shed provides a safe, supportive and friendly setting where you can socialise, learn new skills and hone existing skills by working alongside each other on our own projects, community projects and projects that raise funds for the Shed.

Management

The Community Interest Company (CIC) is managed by the Board, comprising the Directors, Treasurer and the Company Secretary. Members are encouraged to attend management meetings to express their suggestions and any concerns.

There is a designated Health & Safety Officer. Designated Safeguarding Officer is the Secretary.

Carrying out the aims - the board members have the power to:

- raise funds, receive grants and donations and apply funds to carry out the work of the CIC
- co-operate with and support other voluntary groups, charities and organisations with similar purposes
- do anything which is lawful and necessary to achieve the purposes.

Board meetings

- The board must hold at least 3 meetings each year.
- A quorum is at least 2 Directors plus the secretary or 3 Directors.
- They may act by majority decision.
- Minutes shall be kept for every meeting
- In case of an equality of votes, the Chair shall have a second or casting vote

Members and Associate members - Shedders

- People who support the work of the Shed, aged 18 or over, can become a Shedder
- Membership lasts for 1 year from April 1st and may be renewed
- The board will keep an up-to-date membership list
- Members are asked to regularly attend the workshop sessions even if just socially
- Associate members cannot attend workshops but can visit the Sheds social space and attend the AGM. They support the Shed by making a donation of at least the membership fee
- The directors may remove a membership if they believe it is in the best interests of the Shed. The member has a right of appeal to the company secretary before the decision is made
- All members have a responsibility not to discriminate or harass other members and to report any such behaviour of which they become aware to the secretary or a director.

General meetings

In the following cases a General Meeting must be held:

- If the Board consider it is necessary to consult the membership, change the constitution, or wind up the Shed, they must call a General Meeting so that the membership can make the decision
- If the Board receives a written request from the majority of members
- All members must be given 14 days notice and told the reason for the meeting
- All decisions require a two thirds majority.



Annual General Meeting - AGM

The AGM must be held every year, within 4 months of the year end (March 31st). 14 days notice and the agenda must be given to all members:

- There must be at least 8 members present at the AGM and every member has one vote
- Minutes must be kept of the AGM
- The current board presents the annual report and accounts
- Current board members may retire at the AGM but otherwise will continue in position
- Members are invited to volunteer to become a board member and/or a Director. The board will ask for volunteers prior to the meeting and assess suitability of candidate and put them forward for member vote. Two-third majority vote needed for election.
- Members can ask for termination of any board members appointment, this will go vote.
- If board members have a conflict of interest they must declare it and leave the meeting while this matter is being discussed or decided
- The board may make reasonable additional rules to help run the Shed
- These rules must not conflict with this constitution or the law.

Minutes must be kept

- Notes of all meetings are kept and available to all the membership
- Winding up - any money or property remaining after payment of debts must, in the first instance, returned to the giver, if possible, or if not given to a charity or other group with similar purposes to this one
- Changes to the Constitution - can be made at AGMs or General Meetings. No change can be made that would make the organisation no longer a not for profit group.

Money and property

- Money and property must only be used for the Shed's purposes
- The board must keep accounts. The most recent annual accounts can be seen on request
- The board members cannot receive any money or property from the Shed, except to refund reasonable out of pocket expenses
- Money is held in the Shed's bank account. All expenditure is authorised by 2 board members.

Setting up the Shed

This constitution was adopted on 1st April 2018, updated 1st April 2023 by the Board of Directors whose names appear below.

Signed

SAM PHILLIPS (Chair)

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NICK DAVIES

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ANNA DAVEY

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GINA RICHARDSON

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JANE TROUT (Secretary)

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