

1. NAME

The name of the organisation is Hemel Hempstead Local Exchange Trading System, or HempLETS, also referred to as "the system" in this Constitution.

2. AIMS & OBJECTIVES

2.1 To develop and encourage the experience of community and sustainability through the establishment of a Local Exchange Trading System.

2.2 To stimulate the creation of practical, economic, educational and social benefits by and for its members and the people of the community of Hemel Hempstead and surrounding area.

2.3 To support the principles and practices of mutuality, kindness, co-operation, and innovation.

2.4 To contribute to the development and knowledge of how to manage HempLETS successfully.

3. MEMBERSHIP

3.1 Membership of HempLETS shall be open without prejudice to any individual or organisation sympathetic to the aims of the system.

3.2 Acceptance into membership shall be dependent on:

(a) the applicant's endorsement of HempLETS Rules and Constitution.

(b) the payment of any membership fees, renewable annually or otherwise, which may be charged (either or both in sterling or HempLETS currency units - Hemps) at the discretion of the Management Committee.

3.3 HempLETS follows an equal opportunities policy and does not discriminate on the basis of age, ability, gender, orientation, culture, class, ethnicity, creed, religion or wealth. It is non-sectarian and non-party political and will not affiliate to any party political organisation.

3.4 The Committee has the right to terminate membership in event of a serious breach of the HempLETS membership agreement. The member concerned has the right to appeal to a Mediation Group.

4. LEGAL STATUS

4.1 HempLETS is an independent unincorporated members' club of people willing to trade **amongst themselves**.

5. COMMITTEE

5.1 The rights and authority of HempLETS are vested in all members who delegate that **authority to a Committee. The Committee will act on their behalf to ensure that the tasks of running HempLETS are effectively carried out and the organisation operates according to a foundational LETS prototype. Members of the Committee are responsible for governance, administration, funding and strategy of the system, and outreach to local and national organisations.**

5.2 The Committee shall appoint from amongst its number a Chair, Secretary, Sterling and Hemps Treasurers and optional Vice-chair. Its functions are:

(a) To run the system on a day-to-day basis. They may take on individual roles such as Coordinator, Directory Editor, Membership Secretary and Events Organiser, according to their particular resources and talents and the requirements of the system.

(b) To represent the proposals, opinions, advice and complaints of any members. (c) To maintain the financial viability of HempLETS in terms of both national and local currency, including power to raise money (sterling) by appropriate means for the purpose of promoting and operating the system.

(d) Provide an annual report as a minimum including notice of the AGM.

6. COMMITTEE MEETINGS

6.1 The Committee shall arrange and determine the timing, format and frequency of its meetings. This will normally be at least every three months, and preferably monthly.

6.2 The Committee will publicise their meetings in advance to all members.

6.3 The Committee shall keep a record of all its meetings. Once they have been agreed by those present, they will make them available for viewing by all members within a month of the meeting.

6.4 Committee meetings are open for any member to attend and make a contribution, but not to vote. The quorum shall be a majority of members of the Committee.

6.5 Any Committee member who is absent from three consecutive meetings without good reason or notice will be deemed to have resigned their position, and if so deemed, shall be notified to that effect.

6.6 The Committee may co-opt new voting members from amongst the system membership to fill vacancies or bring in additional skills/experience. Members so appointed hold office only until the following AGM and are then eligible for election. Members may also be appointed for a shorter trial period.

6.7 The Committee may also appoint External Advisors who are not members to contribute to particular issues. Advisors are not eligible to vote.

7. FUNCTIONS OF THE ADMINISTRATION

7.1 The Committee shall apportion such roles and functions amongst its membership, and appoint such sub-committees as are necessary **to maintain the system in the interests of the whole membership** including:

(a) **Maintaining an up-to-date list of all members, with contact details.**

(b) **Recording accurately members' transactions and supplying accounts.**

(c) **Publishing directories.**

(d) **Communicating with the membership and taking note of their opinions.**

(e) Organising social events for members, plus public meetings, and other outreach efforts, to ensure that good connections are maintained with the local community.

(f) Member support, both in relation to managing online (if applicable) accounts and finding trading partners, sometimes called "brokering."

(g) Creation and management of funds to achieve particular goals, e.g. gardening projects, social fund for vulnerable members, etc.

7.2 The Committee may adopt appropriate tools, including online accounts (software), to maintain maximum efficiency in carrying out the above tasks.

7.3 The Committee may meet up from time to time for liaison or training purposes, otherwise maintaining contact by phone and email, or by access to an online system.

7.4 The Committee may request occasional support from other members and may co-opt others as the need arises.

8. MEDIATION GROUP

8.1 The function of this group is to ensure the accountability of the Administration to the membership and to adjudicate in any cases of dispute between members, or between members and the Administration.

8.2 By default the Mediation Group will consist of the Chair, Secretary and Treasurer, or it may appoint at least two (ideally three) people, who may also be members of the Committee. They will meet from time to time as necessary.

9. DECISION MAKING PROCESSES

9.1 Consensus shall be the preferred means of decision-making, failing which votes will be taken.

9.2 Members of any subgroup will agree amongst themselves what decisions may be made in the course of carrying out their normal duties. These decisions should be referred to the main committee and to the membership as a whole, if not already provided for in this constitution.

9.3 Members of any subgroup will determine, having taken advice if necessary, what roles are needed amongst their group to carry out their functions. They will report these to the membership, together with minutes of the meeting, within a month of an election having taken place.

10. GENERAL MEETINGS

10.1 An Annual General Meeting (AGM) shall be held once in every calendar year.

10.2 Membership entitles each holder to one vote at general meetings.

10.3 The members at the AGM shall appoint a Committee and other groups as appropriate, to serve for the period until the next AGM.

10.4 Nominations are invited before the start of the AGM within seven days. Any member in good standing is eligible for election at the AGM.

10.5 The Committee may call an Extraordinary General Meeting (EGM) at either the request of their own meeting, or issue notice of such a meeting at the request of at least six members of the system within seven days of such a request.

10.7 Fourteen days' notice of the AGM, or seven days' notice of an EGM, shall be given to members, together with the main agenda item/s and an invitation to submit further items for the agenda if appropriate.

10.8 The quorum for general meetings will be at least two thirds of the serving Committee and fifteen percent of other members. If the meeting is inquorate the Committee will call for another meeting within one month. If the second meeting is inquorate, they will nevertheless proceed to conduct the business.

11. FINANCE

11.1 Any monies received in the name of HempLETS shall be held in an account at such bank or similar institution as the Committee shall decide from time to time and in accordance with instructions from a general meeting. The Committee shall decide from time to time on a minimum of three signatories for the account/s with two out of the three required to sign.

11.2 HempLETS is a not-for-profit organisation. No member shall derive any sterling financial benefit from the system other than the reimbursement of reasonable expenses.

11.3 Any member who carries out an approved activity on behalf of the system will be entitled to be indemnified in Hems from the HempLETS Administrative Account (from HempLETS funds) provided that such payment is in accordance with accepted practice. No payment shall be made, or obligation entered into, which cannot be met from the balance of funds held by the system. Payments from the HempLETS funds for special activities or projects will normally be agreed by the Committee in advance. Exceptionally these may be approved retrospectively. Any Intellectual Property created for the group is the property of the group.

11.4 Members may be paid reasonable wages in HempLETS units (Hemps) for administrative work carried out in agreement with the relevant HempLETS budget and will submit claims on a regular basis to the Committee for approval before payment is made.

11.5 The Committee may establish budgets in HempLETS units (Hemps) for particular purposes. Members of the Committee may have access to designated budget accounts in the system to make such payments.

11.6 A report of both the sterling and HempLETS accounts shall be presented to Committee meetings or to any member on request. An annual statement of both accounts shall be presented at each AGM.

12. CHANGES TO THE CONSTITUTION

12.1 The Constitution and Membership Agreement is subject to bi-annual review to ensure that it continues to meet the needs of the HempLETS group.

12.2 A minimum of two-thirds of members present and voting at an AGM or EGM is required to endorse proposed changes to the constitution. (See Section 10.8 for the Quorum required for General Meetings.)

13. WINDING UP, TRANSFERS, OR MERGERS

13.1 In the case of serious problems arising, such as systems failure, reduced levels of trading, or failure to administer the System, any Members may take up an organisational role to provide help within the current Committee structure if possible. Members will be circulated inviting feedback and an EGM will be called.

13.2 Following an EGM, voting papers will be sent to all members to decide the future of the system, such as continuing with the same structure, becoming a branch of LETSlink, or winding up altogether. The system can only be wound up by a two-thirds majority vote of members present and voting by ballot.

13.3 If HempLETS is to be wound up, those members with accounts in debit to a significant extent (the amount to be decided by consensus at the meeting) may (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.