

# Minety Community Shop - Constitution

## Status

Minety Community Shop Ltd (referred to as MCS) is registered with the FCA as a Community Benefit Society. It is a 'not for profit' organisation and any excess profits or funds can be used for the benefit of the community. Community shops are owned by their members/shareholders and are democratically run on a one-person-one-vote via an AGM.

## Mission Statement

Our mission is to run a community-owned shop which provides an essential service and serves as a focal point for the whole village, providing a range of fresh local produce and everyday essentials such as groceries, newspapers and off licence sales.

In addition, the shop aims to be a social centre for the village during the day by offering refreshments and free internet access. Where appropriate we will support local enterprises and organisations.

## Governance

The Committee has legal responsibility for governing the organisation. It is responsible internally for the overall direction and supervision of the cooperative. Externally it is responsible for ensuring compliance with laws and regulations and for accountability to other stakeholders and the wider community.

The Committee is a group of people elected annually by the members/shareholders, to carry out strategic management and to take a lead in the direction of the business. This means they are responsible for the long-term direction and guidance of the enterprise. An important aspect of this is the Committee's agreed attitude to risk, to entrepreneurial development.

Committee members have a legal duty to act in good faith in the pursuit of the best interests of the co-operative, and their role is to direct rather than to manage it. Strategic and operational functions are separate - while the Committee has a responsibility to ensure there is a business plan and to approve it, it is the role of employees to implement it. The Committee can delegate functions to those in operational roles but delegation should be clear.

In directing the enterprise, the Committee needs appropriate skills, knowledge and experience as it is their responsibility to ensure that systems are in place for support and supervision of employees. It is also the responsibility of the Committee to ensure that employees have appropriate skills and attitudes to manage resources in accordance with agreed policies and procedures.

It is important that Committee members understand that decisions taken are collective decisions and must be respected, even if the individual spoke out against them. Committee decision-making should be open and transparent, so that everyone involved is informed about the work of the Committee. However, Committee discussions are confidential and details should not be disclosed to people outside the Committee. *See also Code of Conduct for Members of the Management Committee of MCS.*

## **The Committee**

- Members can be elected at an Annual General Meeting, or co-opted by an existing Committee, subject to confirmation at an AGM.
- As far as possible they should represent a cross-section of the community served and include a range of skills and experience.
- The Committee should aim to number 6-10 members
- The shop manager is an ex-officio member of the Committee
- Representatives of the Village Hall Committee and the Parish Council are also invited to attend meetings.

## **Committee Meetings**

- Meetings should be held monthly, with a minimum of 10 per annum
- Members unable to attend should send apologies to the Secretary
- There shall be a standing agenda with additional items as required
- Meetings are chaired by Chair/co-Chair or in their absence by the Secretary
- A quorum for a meeting is half of the membership, provided this includes at least one of the elected officers (Chair, Secretary, Treasurer)
- Decisions are generally taken by consensus but a vote may be required in which case the decision goes to the majority of those present. The Chair has a casting vote in the event of a tie
- Expenditure of over £2000 should be confirmed by a majority of those entitled to vote. Confirmation can be secured by email as well as at a meeting.
- Members should declare an interest in any items or issues in which they may have a financial interest
- Decisions and actions are recorded by the Secretary, minutes are distributed to members and signed as a true record. Minutes are retained for seven years.
- Where there is need for specific expertise, the Committee can co-opt members, or use such expertise in a 'back-room' role for individual issues or events.

## **Standing Agenda for Committee Meetings**

- Attendees
- Apologies
- Acceptance of previous minutes
- Matters arising
- Shop manager's report
- Treasurer's report
- Forthcoming events
- Any other substantive items (to be advised in advance)
- AOB
- Date of next meeting

## **Annual General Meeting**

All members/shareholders and volunteers are invited to the AGM, and asked to nominate potential members of the committee and/or to volunteer for specific roles to support the Committee's work.

### **Agenda for AGM**

- Welcome & apologies
- Minutes of previous AGM
- Chairperson's Annual Report to Members
- Treasurer's Annual Report to Members
- Vote to accept financial statements
- Vote not to appoint an auditor for financial period (non-trading)
- Committee Members standing for re-election
- Nominations from Members/shareholders
- Election of Committee Members
- Any general business
- Date of next meeting:

### **Community Engagement**

The Committee, staff and volunteers have a role in engaging the community in activities that benefit the locality. These may include fund-raising, support for other initiatives, liaising with other village groups and organisations, and taking an active part in supporting or organising community events. Developing the shop's offer can include provision of community services such as orders and deliveries. Where funds allow, and when agreed by the Committee, MCS can make a financial contribution to individuals or organisations within the community. The personnel involved in the shop are in a good position to be aware of any potentially vulnerable customers who may require additional support.

#### **Other relevant documents for reference:**

- Codes of Conduct for Committee and Volunteers
- Role descriptions for Chair, Secretary, Treasurer.
- Job descriptions for employees
- Criteria for employee reviews

These documents should be reviewed annually.

It is recommended that we have a Committee members' briefing pack to use for recruiting or inducting new Committee members. It would include the documents listed, with examples of the work of the Committee and of the shop's wider offer. It should indicate the type of decisions taken by the Committee, and those which are the province of the shop manager. A timetable of meetings through the year should also be provided.