

THE ILKETSHALL ST. ANDREW AND ST. JOHN LAND MANAGEMENT COMPANY

CONSTITUTION

1. NAME

The name of the Company shall be the Ilketshall St. Andrew and St. John Land Management Company (abbreviated to the L.M.C. or the Company).

2 AUTHORITY

The Ilketshall St. Andrew Parish Council has delegated management responsibility for the Commons to the L.M.C. (Minute 8 of Ilketshall St. Andrew Parish Council meeting of 1 February 2021.)

3. PURPOSE

The purpose of the L.M.C. is to protect the rights and interests of all the parishioners and commoners alike, in the common lands in the parishes of Ilketshall St. Andrew and Ilketshall St. John and to administer the Commons Management Plan. Parishioners are defined as those persons permanently living within the two parishes and commoners are those persons holding the rights of grazing on the commons, within the two parishes.

The Company shall be a “not for profit” company.

4. MEMBERS

4.1 The Company shall be limited by guarantee.

4.2 The Commoners’ Association and the two Parish Councils shall each nominate four representatives, each to be “members” of the Company, acting on their behalf. The appointments will come into effect at the next meeting of the L.M.C.

4.3 Each year the Commoners’ Association and the two Parish Councils shall each independently call for nominations of representatives. In the event of there being more nominations than vacancies for the representatives of either the Commoners’ Association or the two Parish Councils, there will be an election by the commoners or by the parishioners of the two Parishes respectively. The Commoners’ Association, and the two Parish Councils, will be responsible for deciding on the arrangements and for conducting such elections.

4.4 In normal circumstances, Commoners will not be nominated to serve as representatives of the two Parish Councils, and non-Commoners will not be nominated to serve as representatives by the Commoners’ Association. Only in the event of unfilled vacancies may the Parish Councils, or the Commoners’ Association, nominate more than four representatives from their respective constituencies.

5. MEETING

5.1 An Annual General Meeting of the L.M.C. shall be held once every calendar year and shall be conducted by the members only.

- 5.2 The Directors may invite such persons as they may wish to attend the AGM, but these persons may not speak.
- 5.3 The business of the AGM shall be concluded, following which, a Public Meeting may be held.
- 5.4 Public Meetings of the L.M.C. shall be called as the Company may determine, or within 10 days of the receipt by the Secretary of a registration of request, signed by at least six residents and/or Commoners, of the above two parishes.
- 5.5 The directors shall proceed to convene an Extraordinary General Meeting within 21 days after the receipt by the Company of a requisition in writing, signed by a member.
- 5.6 28 days notice shall be given for an Annual General Meeting or Public Meeting.
- 5.7 Notices for an Annual, Extraordinary General, or Board Meeting shall be sent to members by post, fax or e-mail, whereas notices for a Public Meeting shall be posted on the Village Notice Boards and the Commons website, and where possible, in the village Newsletter and at preceding meetings.
- 5.8 All Meetings shall be held within either of the two parishes.
- 5.9 The first business of any meeting shall be for the Company to accept the nominations of the new members and appoint each to be a Director of the Company.

6. OFFICERS

- 6.1 The Officers of the L.M.C. shall be:- The Chairman
The Secretary
The Director of Finance
The Directors
- 6.2 A maximum of four officers shall represent the Commoners and a maximum of four officers shall represent the two Parish Councils.
- 6.3 Officers shall retire annually but may offer themselves for re-election.
- 6.4 One officer representing the commoners, and one officer representing the two Parish Councils, will retire by rotation each year, but may offer themselves for re-election. No officer shall serve for more than four years following the February 2024 AGM without seeking re-election.

7 VOTING

- 7.1 Decisions at Annual, Extraordinary and Public meetings of the L.M.C. shall only be voted on by those officers present at the meetings, with at least a two thirds majority in favour (including proxies), being required before a motion is voted in.
- 7.2 Decisions at Board meetings shall be made in the same way, except in that no proxy votes shall be allowed.
- 7.3 All officers of the L.M.C. shall have equal voting rights (including the Chair).
- 7.4 Officers may only appoint an existing officer of the Company to be their proxy.

8. MOTIONS

- 8.1 Motions shall be moved and seconded at Annual and Extraordinary Meetings
- 8.2 Motions may be moved and seconded from the floor at Public Meetings, but shall be voted on, only by officers of the L.M.C.
- 8.3 No seconder is required for a motion in Board Meetings.

9. MINUTES

Minutes of all Meetings of the L.M.C. shall be made and a paper copy shall be signed at the next meeting of the L.M.C. by the person presiding thereat. Any minutes purporting to be signed shall be received in evidence without proof.

10 FUNDING

10.1 Requests for funding shall be made as required, to both Commoners and the two Parish Councils, as shall be deemed fit.

10.2 The L.M.C. shall be responsible for searching and sourcing funding from outside sources, as shall be possible.

11 ACCOUNTS

11.1 The Director of Finance shall keep a record of all income and expenditure and produce an account to be audited for inspection at the Annual General Meeting.

11.2 The Director of Finance is empowered to open a bank account in the name of the L.M.C. and all cheques drawn on the account are to be signed by the Director of Finance and countersigned by the Chair. The bank account is not to be overdrawn.