TTK AGM 2011-12

24 April 2012, 7.00pm C-Scaipe, Kingston University

DRAFT MINUTES (for confirmation at next AGM, 2013)

Present: Elise Barron (EB, Acting Chair); John Fellowes (JF, Steering Group); Marilyn Mason (MM, Acting Secretary); Danielle O'Shaughnessy; Liz Darley; Brian Shindler; Toni Izard; Patrick ??; Alison Fure; Steph Hofielen; David Randall; Brian Mulley; John Legate; Ionna ??; Inaam Riyah, Peter Mason, Lucy Harrison; Mark?, Des Kay...

- **1. Apologies for absence** were received from Martin Birley; Hilary Gander; Majeed Neky; Shaun Chamberlin; Simone Kay
- **2. EB welcomed those present** for this first TTK AGM, 4 years and 4 days after the very first planning meeting for TTK.
- 3. Reports up to March 31st
- **a. Acting Treasurer's examined accounts up to March 31 (Appendix A)** were circulated there were no questions or comments so these were considered accepted.

b. Project group reports

A review of year ending December 2011 had been summarised after January's meeting – see http://www.ttkingston.org/events/past-events/write-ups/open-meeting-jan12.php.

There were updates since December from some project and affiliated groups present: Abundance – EB reported that last year they had spend £900 of their grant on equipment and the rest was intended for tools. Abundance has made links with a Sheffield University research project on food waste.

Business Action Group – MM reported that the main current focus remained updating, growing and publicising the Kingston Green e-Directory (www.kingstongreendirectory.org.uk), and invited members to tell her of enterprises to include.

Energy Group – Peter Mason reported that they had had 2 meetings since Jan, there were 19 people on their mailing list, and though they were still feeling their way, they had made connections with Smart Communities, Ham United Group, Bentalls facilities manager, and S W London Environment Network, had held a thermal imaging party with Smart Communities, organised a Green Open House weekend during May's Paint the Town Green, and were considering some kind of community energy project. Smart Communities were planning an experiment based on a community network parallel to their current one on a geographical neighbourhood and might call on TTK

From the Ground Up – Steph reported that since Jan there had been a 30% increase in registrations, they had been actively promoting FTGU in Surbiton, and Ed Davey would be visiting the collection point on May 5th.

Inner Transition – JF reported that, coordinated by he and Martin Birley, there had been some discussions and described what Inner Transition might include: meditation, mindfulness and other ways of personally addressing environmental concerns – more ideas and participants would be welcome.

Knollmead – Brian Shindler reported that the orchard was in full bloom and invited members to come along and enjoy.

Stitch in Time: MM reported that monthly make-do-and-mend evenings continued at Kingston Environment Centre, and thanked everyone who had donated sewing machines and materials, KEC for giving us space to work and storage, and Peter Mason for occasional basic sewing machine oiling and servicing. SiT accounts were as follows:

Total cash donations collected to date: £40.25 Total outgoings: £20 (KEC sub, 2011-2012)

Cash balance, April 2012: £20.25

Application for RBK small grant of £200 for sewing machine repairs / servicing outstanding. Council group / Kingston Environment Group – MM reported that TTK was well represented in KEG, a sub-group of Kingston Strategic Partnership, which meets regularly with council officers and representatives other local environment groups and discusses local environmental issues between meetings by email. Recent activity with the Council has included planning and participating in Paint the Town Green and the production of Kingston Green Pledge (available at the AGM and see http://www.kingston.gov.uk/green_pledge). KEG is now the most likely channel by which TTK members would hear of relevant Council initiatives and consultations, and members could bring environmental concerns to the attention of Kingston Council. In many ways TTK membership of KEG has taken on the engagement with the Council that was originally the remit of TTK's Council Group, though there's no reason that TTK shouldn't have a Council group too if that is what members wanted and someone would coordinate it.

Vital Kingston – David Randall suggested collaboration on spatial and neighbourhood planning, walkability, and moving towards the kind of legal entity that, e.g., could get government grants. He reported that South West Trains have some funding from the Department of Transport to carry out refurbishment, but are waiting to see what strings this comes with, and that Vital Kingston has also led a bid for funding to Communitybuilders for a feasibility study on the co-design of the hub involving stakeholders such as Kingston Cycling, Eco-op and Surbiton Business Community. Surbiton Business Community had been approached by South London Business to back their proposal to create five business hubs in South London with funding from the Outer London Fund, one to be above the Barclays Bank in Surbiton. Unfortunately the bid was not funded, but SLB have said that they would work with any local partners to restart the initiative.

c. **Overview:** EB summed up, commenting that a range of projects continued to run successfully and autonomously, and thanked everyone that had made this possible.

4. The TTK Constitution

MM introduced the draft as an aspect of the anticipated hand-over of TTK management to a bigger, more representative group, which had been under discussion for a year or more. The Steering Group had a responsibility to hand on well-established and agreed principles and practices to help the new management team and project groups, hence the draft constitution, based on the original TTK purposes and principles, and the collective experience of the current steering group and the wider Transition community, many groups of which have already drawn up formal constitutions from which we have borrowed and adapted material and terminology (some are much more formal with more rules than our draft, because they have registered as charities or companies limited by guarantee).

There were some questions on detail (e g on membership), most of which could be answered by reference to the constitution, and on matters and processes which would be for the new management team to decide, for example, was this a first step towards becoming a legal entity? MM recommended that the new management team tested the Constitution by working through it for a year and brought any necessary changes to the next AGM. The issue of who are signatories on TTK cheques should be (2 out of the management team) was clarified and amended in the draft, which was then unanimously ratified by those present and signed by EB. See **Appendix B.**

4. The current Steering Group formally stood down (though continued to run the meeting). They were thanked and applauded for all they had done, particularly the original six members – Elise, Majeed, Hilary, Toni, Shaun and Martin – who had got TTK off the ground four years ago and enabled numerous projects, an excellent website and e-newsletter, and good connections with the local community.

5. Election of new Management Team

According to Section 6 of Constitution project groups should be represented to facilitate collaboration and coordination, and essential overarching tasks such as treasurer, communications, strategy etc should be covered. It would be up to the new team to divide up the work and meetings as they saw fit, and to co-opt further members to fill gaps. The following members volunteered their services and representation:

Elise Barron (Abundance, KEG); Marilyn Mason (Business Action Group, Stitch in Time, KEG); Hilary Gander (KEG, Cambridge Road Diggers, Acting Treasurer); Liz Darley (Energy Group);

Steph Hofielen (contact for From the Ground Up rep); John Fellowes (KEG, Inner Transition, Knollmead, Business Action Group); Lucy Harrison (Knollmead, KUTLETS); Toni Izard (Kingston Kitchen, Stitch in Time); Brian Mulley (Parkfields); Des Kay (Save the World Club, Kingston Environment Centre); Inaam Riyah; David Randall (Vital Kingston).

The first meeting of the new management team would be on the evening of Tues 12 June at C-Scaipe.

6. AOB

JF drew attention to the *River of Flowers* project (fliers available at the meeting) and recommended participation and registration of existing and new "urban meadows" - http://www.riverofflowers.org/.

David Randall invited TTK to find out more about and participate in Jane's Walks (see http://janeswalk.net/cities/landing/category/london_uk/), including the nearest one in Roehampton on Sat 5 May, meeting at Roehampton Gate at 2.30pm.

MM reminded members that Kingston Environment Centre would have to leave their current premises early in 2013 and were looking for a new home. KEC had called a meeting to form a consortium to bring back the old post office in Eden Street to community use on 8th May, 1.00 – 4.00pm in John Lewis community room – all interested members invited. Further details would be circulated and were available from Jean Vidler – jean@kingstoneco.org.uk, 020 8549 2698.

Des Kay would be attending Brixton TT's Open Day on May 5th pm and invited others to join him. They have premises so could be an interesting visit for TTK-ers.

Several events during May's Paint the Town Green (see http://www.kingston.gov.uk/browse/environment/environmental_events/paint_the_town_green/paint_the_town_green_calendar_2011-2.htm for full programme) were highlighted:

- TTK showing of the inspiring film In Transition 2, at C-Scaipe on 22 May, 7.30pm
- KUTLETS Spring Fair in the Market House on Sun 6th May, 1.00 4.00pm

The AGM was followed by a brief celebration of TTK's 4th birthday with cake and refreshments. Thank you to everyone who provided refreshments, especially Toni for the splendid birthday cake!

MM, 25/4/12

APPENDIX A: TTK INCOME & EXPENDITURE ACCOUNT TO 31/3/12

Transition Town Kingston

Income & Expenditure Account

1st July 2011 - 31st March 2012*

12 months to 30th June 2011			9 months to 31st March 2012	
<u>Receipts</u>	£	£	Receipts	£
Grants received Event fees	8039.48		Grants received	1993.5
received Donations for specific	1490		Event fees received Donations for specific	0
projects	100		projects	0
Cash donations Fundraising	73.41		Cash donations Fundraising	300.93
activities	30.64		activities	265.65
Interest & Other receipts	3.17	07007	Interest & Other receipts	1.04
		9736.7		
<u>Payment</u>				
<u>s</u>			<u>Payments</u>	
	(4,589.48			
Contractor's fees	(1,945.66		Contractor's fees	(6.12) (648.96
Funding specific projects)		Funding specific projects)
Fundraising costs	(813.81)		Fundraising costs	(34.03)
Publicity costs	(500.13)		Publicity costs	0.00
Insuranc	(400.00)		la avera a a	(180.20
e Room / stall hire	(180.20)		Insurance Room / stall hire	(FO 00)
Banner	(110.75) (90.00)		Other expenditure	(50.00) (20.00)
Other expenditure	(11.50)		Other experialitie	(20.00)
Care experience	(11.00)	(8,241.53)		
Surplus of income over expenditure		1495.17	Surplus of income over expenditure	

^{*} Partial accounts 9 months prepared for AGM in April 2012

APPENDIX B: TRANSITION TOWN KINGSTON CONSTITUTION

1. THE NAME OF THE ORGANISATION is Transition Town Kingston (TTK)

2. ITS AIMS AND PURPOSES are

- 2.1 To mobilise and facilitate effective and positive community action in the borough of Kingston, in response to climate change, peak oil and other profound environmental and social challenges.
- 2.2 To create a closer-knit, more self-sufficient and thus resilient community.
- 2.3 To increase local wellbeing.
- 2.4 To help create the transition to a sustainable world that uses less energy and fewer resources.

3. TTK'S GUIDING PRINCIPLES

- 3.1 We are guided by the Permaculture ethics of: Earthcare: enabling all life systems to continue and flourish; Peoplecare: enabling access to the resources people need for a good quality of life; Fairshare: voluntary limits to population and consumption, to share resources for Earthcare and Peoplecare.
- 3.2 We work together because we know that together we are greater than the sum of our parts. We work in a collaborative way to get better results for less effort.
- 3.3 We don't need permission to act. We trust that those who step forward have good intentions and will make good decisions. We give autonomy and support to those who wish to be part of TTK. There is no hierarchy. Leadership for TTK is shared by everyone.
- 3.4 In representing TTK, individuals agree to abide by and uphold the TTK principles and Constitution and to take responsibility for their own decisions, actions and results.
- 3.5 We are open to working with everyone. We welcome diversity and see it as a strength. We avoid categories of "them" and "us".
- 3.6 We respect other initiatives and seek to find ways to collaborate and further the aims of TTK.
- 3.7 Individually and as a group we identify what needs to be done and people volunteer for tasks when they already have the skills or want to develop the skills. We help and support each other's learning.
- 3.8 We don't have a blueprint. We believe in multiple paths, ideas and possibilities. We think questions are as important as answers. It's fine to make mistakes and learn from them.
- 3.9 We work with a natural momentum, driven by our passion and positive approach.

4. THE ACTIVITIES BY WHICH TTK WILL CARRY OUT ITS AIMS AND PURPOSES are

- 4.1 Raising awareness in the borough of Kingston of climate change, peak oil and other profound environmental and social challenges.
- 4.2 Engaging and building networks with people and groups already active on these issues.
- 4.3 Providing a framework for effective local responses to climate change, peak oil and other profound environmental and social challenges, and for the transition to sustainability.
- 4.4 Creating and supporting visible practical projects that will help to curb climate change, reduce our net greenhouse gas emissions and dependence on fossil fuels, and empower local residents to participate in the transition to a sustainable way of life.

5. MEMBERSHIP

- 5.1 Anyone interested in helping TTK to achieve its aims and willing to abide by TTK's guiding principles and Constitution shall be considered a member.
- 5.2 There will be no discrimination in membership or practices on grounds of age, sex or sexuality, race, religion or belief, disability, or political affiliation.
- 5.3 Every member is entitled to one vote at Annual General Meetings.
- 5.4 Members should treat each other with respect and communicate respectfully with all others when representing TTK.
- 5.5 Members should work democratically to change any elements of TTK principles and Constitution they do not accept.
- 5.6 The management team may deny membership or refuse to admit to meetings anyone whose conduct is, in the opinion of the team, inconsistent with the TTK principles and Constitution, or who is bringing TTK into disrepute.

THE MANAGEMENT TEAM

- 6.1 The general business of TTK should be administered by a management team, whose main functions will be: maintaining and promoting the TTK aims and purposes, identity, strategy and connections with the wider Transition movement; enabling, planning, supporting and co-ordinating TTK events, activities and projects; communicating with membership and the local community; ensuring that TTK funds are spent solely on TTK activities.
- 6.2 The management team will be responsible for raising funds and receiving donations where appropriate to finance the work of TTK, for administering a TTK bank account, and for ensuring that TTK's general activities are adequately insured.
- 6.3 The management team should include a representative from every active project group, and appoint a Chair (or co-Chairs), a Treasurer, a Secretary/Note-taker, and other officers considered necessary, and these or their deputies should be present at management team meetings. A quorum for these meetings should be 2 thirds of the team. The management team may co-opt members to ensure balance, representation from every project group, and sufficient officers to carry out its duties.
- 6.4 The management team should aim to hold monthly meetings, and team members should aim to attend at least half these meetings. The Chair should ensure that all the management team receive advance notice of meetings and agendas and post-meeting notes or minutes, which should also be made available to any interested party.
- 6.5 The management team is responsible for ensuring the free flow of information, advice and knowledge around the TTK network, local and beyond, and for working co-operatively with similar local groups.
- 6.6 Important decisions should be taken by consensus whenever possible and lesser decisions by consent. In the event of inability to agree, the matter should be decided by a majority of votes of those present.
- 6.7 No member of the management team shall benefit financially from the work of TTK other than as any ordinary member of the organisation might benefit, allowance being made for out-of-pocket expenses.
- 6.8 Members of the management team should take all due care to deal with money and relate to members and participants with integrity, openness and transparency, and to protect and enhance the public reputation of TTK.

7. FINANCE

- 7.1 The funds of TTK may only be used to achieve its aims and purposes.
- 7.2 Members of the management team may not receive payment for their services to TTK.
- 7.3 In the event of TTK having to wind up, after payment of liabilities all remaining funds shall go to a local community group with similar aims and purposes.

- 7.4 TTK funds and income shall be paid in to an account operated by the management team and overseen by the Treasurer. There shall be two signatures from management team members on any of the organisation's cheques.
- 7.5 TTK shall keep accounts and documentation of its financial transactions. The accounts shall be examined by a competent person outside the management team before the AGM.

8. PROJECT GROUPS

- 8.1 TTK project groups will form as needed to deliver the aims and purposes of TTK, as outlined above, in positive and visible ways. Projects should be in line with TTK guiding principles and Constitution.
- 8.2 While a group exists it should have a representative in the management team to have a say in and assist with the overall direction and co-ordination of TTK activities, to share project updates with the team, and ensure the free flow of information and knowledge around the TTK network.
- 8.3 Project groups will make their own decisions and run their own meetings and activities, and are also encouraged to participate in general TTK events and activities.
- 8.4 Project groups should take all due care to deal with money and relate to members and participants with integrity, openness and transparency, and to protect and enhance the public reputation of TTK.
- 8.5 Project groups will be responsible for raising their own money and acquiring resources, and for using these wisely. Projects for which funding is sought under the umbrella of TTK or which are to be held in the TTK bank account should be agreed with the management team.
- 8.6 TTK projects will be entitled to support from TTK, including: use of the TTK logo on posters, flyers or other materials; use of equipment owned collectively by TTK, such as display materials; means of communication with the TTK member base via the email newsletter, Facebook, TTK open meetings and AGM; the means to publicise projects to the public via the TTK website and TTK events; support with grants and fund-holding through the use of the TTK name on funding applications and, where necessary, the use of the main TTK bank account for small sums of money or temporary periods of time; cover in TTK general insurance policy.
- 8.7 Projects that raise funding will hold the budget for the project, be responsible for monitoring processes and outcomes and for reporting accounts to their members and at TTK AGMs. Project groups with their own income and expenditure should adhere to good practice in the administration of their funds and bank accounts (as outlined above in #7).
- 8.8 Project groups should ensure that their potential risks and liabilities are covered by TTK's insurance policy. If they are likely to incur risks and liabilities not covered, the project group should either take out their own insurance policy or take the necessary steps to extend TTK's insurance cover and contribute towards the additional cost of this.
- 8.9 Project groups should take direct responsibility for keeping their public profile, on the TTK website and elsewhere, up-to-date with news, events and achievements in order to maintain interest in TTK activities.
- 8.10 Project groups may dissolve when the need is gone, the project is completed or handed over to another community group, or for other reasons. They should notify the management team when this occurs.

9. ANNUAL GENERAL MEETINGS

- 9.1 The management team will organise an Annual General Meeting, of which 14 days' notice shall be given to members, telling them what is on the agenda.
- 9.2 At the Annual General Meeting the management team will present or facilitate an annual report or reports on the activities of TTK and its project groups, and its accounts. There should be an opportunity for members to raise Any Other Business, for consideration by the management team.
- 9.3 At the AGM the management team will stand down, and the next year's team be elected or re-elected. Nominations or volunteers for the management team should be in the hands of the management team before the Annual General Meeting begins. Individuals standing for the

management team should be prepared to take on specific management or co-ordination roles and/or represent a TTK project group or affiliated organisation.

- 9.4 AGM decisions should be made by consensus whenever possible. In the event of inability to agree, the matter should be decided by a majority of votes of those present.
- 9.5 The Constitution of TTK may be altered when 2 thirds of the members present and voting at a general meeting pass a resolution, which should be submitted 21 days before the AGM, and will be sent out with the invitation to attend the AGM.
- 9.6 Minutes of the Annual General Meeting should be kept and made available to any interested party.

10. SPECIAL GENERAL MEETINGS

- 10.1 A Special General Meeting may be called when a significant number of people as judged by the management team believe there should be such a meeting.
- 10.2 If the management team decides that TTK should be dissolved it should call a Special General Meeting of all the members, giving 21 days notice. If the proposal to dissolve is confirmed by $\frac{2}{3}$ of those present and voting, the management group shall pass any assets held by the organisation to a local like-minded body (see 7.3).

11. AFFILIATIONS

- 11.1 The management team may affiliate TTK to other local and national organisations that share the aims and purposes of TTK or are relevant to its aims and activities, and are in line with TTK guiding principles and Constitution.
- 11.2 Project groups may affiliate to other local and national organisations relevant to their aims and activities, subject to the agreement of the management team.
- 11.3 Other local groups with similar aims and purposes, and which accept TTK guiding principles and Constitution, may affiliate with TTK and join the management team, to our mutual benefit.

ADOPTION OF THE CONSTITUTION

This Constitution was adopted unanimously by the members present at the AGM held on 24 April 2012, and signed by Elise Barron (Acting Chair).