

Dorchester Area Community Land Trust

Three proposals to be put to the next Board Meeting on 15th September

Preamble: The DACLT is a newly established **Community Benefit Society**¹, initially formed to build 20+ flats on a site passed to the Society at a generous rate by Dorchester Town Council. The Society is of its community and works for its community. Its purpose is to support the community and in doing so, over time, it may well receive and then be responsible for public funds in the form of grants and services well in excess of £100,000. Once past the inaugural stage, board members, ie, directors, will be elected from and by members of the Society (Membership anticipated at £1) at annual meetings.

1) The proposal is to open up DACLT Board Meetings to public attendance.

It is proposed that members of the public and press may attend all full Board meetings and they may speak at the meetings at the discretion of the Chair. (If we wish, we may state that only actual Members of the Society may speak at the discretion of the Chair.) Voting at Board meetings would be restricted to elected Board Members. (Voting at full Society meetings is open to all actual members of the Society.) The Board can meet in private to discuss confidential / sensitive information at the Chair's discretion and minutes and agendas may equally be redacted at the Chair's discretion. Both actions, private meetings and redactions, will be subject to Board approval at the time or at the next meeting.

This proposal seeks to open up the proceedings of the Society to public scrutiny in order to:

1. Encourage the involvement, membership (and potential directorships), from the community
2. Build "ownership" of the Society within its community (especially important with planning applications and introducing affordable housing into communities).
3. Promote transparency and openness so that actions are seen and understood.
4. Bring a wider range of views and ideas to the Society than might come from just the Board, consultants and occasional open meetings.

2) Proposal to properly open up the Society's Board meetings to informed discussion

In order to facilitate the proposal above, and to incorporate good meeting practice, it is proposed that the Secretary on behalf of the Board should:

1. Only accept items for the agenda up to 10 working days before that meeting
2. Publish the agenda and the minutes of the previous meeting at least seven working days before that meeting.
3. Publish the agenda and minutes and any supporting documents on the Society's website as well as emailing these documents to the Directors and other specific members or consultants that the Board may nominate
4. To facilitate this process to open up a credible and informative website
5. To facilitate this process employ a minuting secretary to take and prepare the minutes with checking by Board secretary or Chair before publication.
6. All agendas and minutes to be dated and numbered and labelled as "minutes" rather than "notes".

Continued overleaf //

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7. All agendas to have a common format starting with 1) Apologies, 2) Declarations of interest, 3) Minutes of last (dated) meeting, 4) Matters arising and then through to x) date and time of next meeting y) items to be included in next meeting. (Assume there will be no “Any Other Business” and all formal discussion is to relate to items on the agenda.
8. All minutes of items requiring action to end with Resolved:
9. Dates of Board and Annual meetings to be determined at least six months in advance.
10. All documentation pertaining to the Society to be correctly headed as “Dorchester and Area Community Land Trust”.

3) Proposal that the Board should appoint a Vice Chair and a Vice Secretary to act as chair / secretary in the absence of either post. As with all current directorships, these positions to carry forward to the next general meeting when all Board Positions, including these will up for election.

Dr Andy Stillman ~ 6th September 2017

Notes and References

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<http://communityshares.org.uk/resources/handbook/community-benefit-societies>

2.1.3 Community benefit societies

The purpose of a community benefit society is to serve the broader interests of the community, in contrast to co-operative societies that serve the interests of members. The 2014 Act requires a community benefit society to “carry on a business, industry or trade” that is “being, or intended to be, conducted for the benefit of the community”.

Purpose: The FCA says that “the conduct of a community benefit society’s business must be entirely for the benefit of the community.” There can be no alternative or secondary purposes, including any that may preferentially benefit the members.

Membership: In common with all societies, community benefit societies are expected to have members who hold shares. The FCA expects community benefit societies to be run on a democratic one-member-one-vote basis.

Application of profits: Any profit made by a community benefit society must be used for the benefit of the community. Unlike a co-operative society, profits cannot be distributed to members of a community benefit society. Interest on share capital is an operating expense and should be subject to a declared maximum rate.

Use of assets: Community benefit societies must only use their assets for the benefit of the community. If a community benefit society is sold, converted, or amalgamated with another legal entity, its assets must continue to be used for the benefit of the community and must not be distributed to members. This lock on the assets of a community benefit society can be reinforced by adopting the prescribed wording for a statutory asset lock (see Section 2.4).

The FCA registration guidance acknowledges that a community benefit society might define the community it serves, but this should not inhibit the benefit to the community at large, in other words, community benefit should not be restricted to members only. The FCA does not provide guidance on who can be a member of a community benefit society. In the context of community shares, it is assumed that membership is open to any person who supports the purpose of the society, without the distinction found in co-operative societies between user and non-user members.