



Managed by Leeds Food Partnership

Constitution / Terms of Reference

01 10 20

Legal Form: Unincorporated association - henceforth referred to as 'The Organisation'

This document assumes that the organisation may develop to become a CIC or similar in future.

Type of organisation: Voluntary/community/ commercial

Names and Descriptions

The full name of the organisation is '**Leeds Food Partnership / FoodWise Leeds**' (LFP / FWL). However, typically, '**Leeds Food Partnership**' will be used very rarely, if at all, to describe only the board and the ownership of technical management functions when required.

'FoodWise Leeds' will be used to describe all outreach functions and activity by the organisation. Most will know the organisation only by this name.

There are two organisational groups within FoodWise Leeds.

1) Management Team

To help prepare for future incorporation, and for reasons of legal liability, there are two parts to the Management Team: (A) The **Board** (to which Council Members and Officers may not belong), and (B) The **Steering Group** (to which Council Members and Officers may belong). NB, the terms 'Board' and 'Steering Group' are very rarely used.

A) The **Board** owns the organisation, and its members are all equally responsible for the 'acts and omissions of the entire organisation, including the settlement of any debts'. (This group would become Trustees in any future transformation). The Board consists of the following, to be elected annually: **Chair, Vice Chair, and at least one other person**. Others, such as a Treasurer, Comms Officer etc may be included as agreed.

B) The **Steering Group** is advisory, however, the Board will typically take the views of the Group fully into consideration. The Group consists of the following: **Employees** (who have full voting rights), any **Fund Representatives** from Leeds City Council etc. who may not be Board members, plus others appointed by the Board on merit to bring the total up to a minimum of 8 members.

The **Management Team** will meet at least quarterly to manage the organisation and its funds, to elect / appoint members, to recruit employees and create work plans, to invite Participants to the Action Group, to revise the Constitution when so agreed, to carry out research, write and publish papers, to lobby local and national authorities businesses and the public in furtherance of the aims of the organisation, and do other such lawful activities required to further the aims of the organisation.

The Management Team agree to operate by consensus, with voting by simple majority for key decisions on financial and other organisational matters. The Board may meet separately from the Steering Group when a clear conflict of interest has been identified, with a quorum of 3 board members. Virtual meetings, by email or conference call, may be held by agreement.

2) Action Group

The Action Group is convened to deliver the organisation's Mission and Aims. It is managed by the Management Team, and may include any Participants. The Group will meet quarterly, to advise and guide the Team, and take forward Actions on behalf of the organisation. Members of the Action Group may be invited to attend Management Team meetings, but may not vote. The Action Group will aspire to representation from all sectors of the Leeds food system. Attendance is by invitation of the Management Team, and subject to Charter Holder status. Those attending are referred to as Action Group Members. They have no formal responsibilities, but their views will be taken into consideration by the Management Team, and the Chair may request a show of hands to help guide the Board to understand the consensus.

Working / Sub-Groups may be formed by the Management Team to progress specific activities. Sub-Group Leads will report to the Management Team, and will typically be appointed members of the Management Team.

Visibility and Websites

The organisation's website is branded **FoodWise Leeds**. (The LFP name should appear very rarely and only if needed on official documents (minutes, letters etc) issued by LFP (as opposed to FoodWise Leeds).

FWL will be seen to host all social media and other brand activity, and all public activity will be driven through FWL to help build profile.

LFP will have no separate social media or website, just a page on the FWL website - to which the address (<http://leedsfoodpartnership.org.uk/>) will point - explaining the relationship, and providing historical background.

Vision

"People of Leeds should have reliable access to sufficient, appropriate, and healthy food, which is safe, affordable and sustainably sourced."

Mission / Aims

To deliver the **Vision**

To manage, promote and deliver the **Leeds Food Charter**

To grow and consolidate the organisation

Membership

All who adopt the Leeds Food Charter are deemed Participants of the organisation.

All members of the Board, Steering Group and Action group, and all Participants agree to:

Adopt the **Leeds Food Charter**

Support the **Vision**

Represent the **Aims** proactively within their own sectors and organisations

Provide input to the development and delivery of the **Leeds Food Action Plan**

Work with others to take Actions forward, including promoting and sharing best practice

Assist with monitoring and reviewing the delivery of the Action Plan

Be an influential advocate for local policies and the organisation

Support events, conferences and other activities arranged by the organisation.

Leeds Food Charter

All members and Participants are required to download the Charter from the website, make pledges, sign the pledges, display the signed document in a suitable location, and return a photo of the document on display to the Team as a record of adoption.

Network Meetings

In addition to quarterly Action Group and any Working or Sub-Group meetings, the Team will aim to arrange at least two widely-promoted public Network Meetings per year **under the FoodWise Leeds branding** to encourage others interested in food initiatives to attend, pitch ideas and seek support for developing potential projects, and to recruit Participation by adoption of the Leeds Food Charter.

AGM

The Board will hold an Annual General Meeting at least once every 15 months, at which the Chair will provide a report on activities of the past year, the person responsible for finances will report on the accounts, and members will be elected by the Board following opportunity for comment by those attending.

Food Co-ordinator

When funds permit, the Team may employ a Food Co-ordinator to provide administrative support. The Food Co-ordinator will be responsible for writing all quarterly and annual reports to funders. If funding is not available, the Team will appoint a volunteer Secretary to carry out essential tasks.

Hosting

When agreed by the Board, employees may be hosted by Participating organizations. The Board will set the policies and priorities for the employee, and the host Operations Manager will be responsible for management and support. The Board may also appoint a host organisation for other matters such as banking for funds.

Admin and Communications

Meeting agendas and papers will be sent out whenever possible at least 7 days in advance of meetings. Minutes and Action Points will be sent out within 14 days of meetings. Participants who have not attended 4 consecutive meetings will be assumed to have resigned from the organisation, unless, on the basis of information, the Team decides otherwise.

Participants will be encouraged to share updates prior to the start of meeting, and time will be allowed for this. During the meeting updates will be limited to 2 minutes. A proforma will be circulated to gather updates to be shared in the minutes.

The organisation will hold a database of Charter Holders with GDPR compliance, and will send Action Group minutes and/or a newsletter to all Participants at least 4 times a year.

Branding

The organisation will be branded as FoodWise Leeds, (except as above). The chair, vice-chair, comms officer, secretary, food co-ordinator and others agreed by the board will all have easy access to all web and social media accounts, and have collective responsibility to ensure that content is appropriate and represents the project in a positive, supportive and non-confrontational manner.

The hashtags #LeedsFoodAction and #BeFoodWise will be promoted by all Participants to highlight good work across the city and encourage membership.

The hashtag #I'mFoodWise and #We'reFoodWise may only be used by Participants having adopted the Charter.

Other hashtags such as #GunningForSilver may be used by agreement.

All output and activity by LFP must carry FWL branding.

Finances

The funds of the organisation, including all donations, contributions and grants, shall be paid into an account operated or approved by the Board. The Board shall be responsible for maintaining accounts of all money raised and all sums disbursed on behalf of the organisation. All cheques drawn on the account must be signed by at least two members. Those with authority to be signatories may be the Chair, Vice Chair, Food Co-ordinator, Treasurer, Secretary or other member approved by the Chair. The funds belonging to the organisation shall be applied only to further the aims as stated above. A current record of all income and expenditure will be kept and reported at Board meetings and the AGM. The accounts will be examined once a year. Any Participant having an interest in the funds of the organisation may be allowed to inspect the books and records of the organisation provided that 28 day's notice is given in writing. Members are only permitted to claim legitimate expenses in support of the aims of the organisation.

Constitution

This Constitution will be reviewed periodically by the board, to ensure that it remains fit for purpose. Proposals to change the constitution must be submitted in writing to the Chair and disseminated to members at least 28 days (unless otherwise agreed) before a Board meeting, and approved by a two thirds majority of those present.

Dissolution

The organisation may be dissolved by a resolution passed by a simple two thirds majority of the Board in an open meeting.

If dissolution is confirmed, the Board shall distribute any assets remaining after the payment of all bills and the returning of any funding if required to other organisations having aims similar to those of the organisation.

Signed this day (by email)

Sat Mann (Chair)
Susie Brown (Vice Chair)
Professor Les Firbank