LRRHAA Limited Model Rules (2025)

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These model rules sponsored by **Oxford & District Federation of Allotment Associations (ODFAA)** described as:

Model Rules 2021 (For Oxford Allotment Associations) is confirmed as acceptable for use, for the time being, as a model set of rules under Co-operative and Community Benefit Societies Act 2014, for a Co-operative Society.
Accepted for use by the Financial Conduct Authority Date: **21 October 2022**

1. NAME

1.1. The name of the organization shall be LRRHAA Limited. Hereafter referred to as the Society.

2. REGISTRATION

2.1. The Society shall be registered under the Co-operative and Community Benefit Societies Act 2014.

3. REGISTERED OFFICE

3.1. The Registered Office of the Society shall be at 21 Tyndale Road, Oxford OX4 1JL. In the event of any change in the situation of the Registered Office, notice shall be sent to the Registrar.

4. USE OF NAME

4.1. The registered name of the Society shall be mentioned in legible characters in all business letters of the Society and in all bills of exchange, promissory notes, endorsements, cheques and orders for money or goods purporting to be signed by or on behalf of the Society and in all bills, invoices, receipts, and letters of credit of the Society.

4.2. Any documentation or publication produced or statements made under the heading of the Society must be approved by its Management Committee or under powers delegated by it

5. OBJECTS/POWERS OF THE SOCIETY

5.1. The objects of the Society are to:

5.1.1. Manage the Society allotment site on behalf of Oxford City Council

5.1.2. Promote allotment gardening, encouraging participation and membership

5.1.3. Further the interests of members, in relation to the proper cultivation, good management and safe enjoyment of the allotments

5.2. The Powers of the Society are to:

5.2.1. Take measures to protect Members and the site against damage, trespass, and theft.

5.2.2. Maintain the site and the facilities and if necessary erect, pull down, repair, alter or otherwise deal with any buildings thereon, in line with the Society's obligation under its lease

5.2.3. To borrow money from its Members and others to further its objects, upon recommendation of the Management Committee and written approval by the Treasurer, for sums between £1,000 and £5,000, or approval by the Treasurer and a General Meeting for any sum greater than £5,000. The overall amount outstanding must not exceed £20,000 at any one time.

1. **6. MEMBERSHIP**

2. 6.1. Membership shall be open to the following persons who support the objects of the Society:

1. 6.1.1. People wishing to be plot holders and approved by the Committee

2. 6.1.2. Plot holders who have paid the appropriate annual fees for their plot.

3. 6.2. Allocation of Membership

1. 6.2.1. Membership shall be open to such persons as may be admitted by the Management Committee from time to time. This function may be delegated to the officers of the Association

2. 6.2.2. If it has good and sufficient reason, the Management Committee shall have the right to reject an application for membership. This function may be delegated by the Committee to the officers of the Association.

4. 6.3. Termination of Membership

1. 6.3.1. A member may be expelled from membership of the Society by a unanimous vote of the full Management Committee or, if there is disagreement among the Committee, by resolution of a majority of members present at a General Meeting

2. 6.3.2. In either event the member to whom the expulsion applied would have previously been given:

6.3.1.1. At least one verbal notice of the issue(s) at hand by an Officer of the Management Committee, and

6.3.1.2. At least one letter from the Management Committee setting out the issue(s) at hand and

6.3.1.3. If the issue(s) remain unresolved within a reasonable and set period notified by the Management Committee, an assessment of the issue(s) at hand by the existing ODFAA (Oxford and District Federation of Allotment Associations) dispute and mediation process

1. 6.4. A Member shall cease to be a member in the following eventualities:

1. 6.4.1. The death of the Member

2. 6.4.2. The expulsion of the Member under Rule 6.3

3. 6.4.3. The withdrawal of the Member from the Society by sending notice in writing to the Society Secretary at the Registered Office of the Society or by email

4. 6.4.4. The non-payment of plot or other fees for a period of 30 days after they become due terminates membership.

2. 6.5. Proceedings on Death or Bankruptcy

1. 6.5.1. Upon a claim being made by:

The Member

- The Member
- The personal representative of the deceased Member; or
- The trustee of the property of a Member who is bankrupt; or

The Society shall transfer or pay for property to which the Member, their personal representative or trustee in bankruptcy is or has become entitled.

6.5.2. A Member may in accordance with the Act (see 2.1), nominate any individual or individuals to whom his/her property in the Society at the time of his/her death shall be transferred, but such nomination shall only be valid to the extent of the amount for the time being allowed in the Act. On receiving a satisfactory proof of death of a Member who has made a nomination the Society shall, in accordance with the Act, either transfer or pay the full value of the property comprised in the nomination to the individual or individuals entitled thereunder

7. MEMBERSHIP AGREEMENT

All members shall agree in writing to:

7.1. Accept the rules of the Society and to abide by the terms and conditions therein.

7.2. Adopt plot and site management practices as set by Oxford City Council and the Management Committee and approved by a majority of Members present at a General Meeting.

7.3. Participate in general meetings and take an active interest in the operation and development of the Society and its business.

8. SHARES

8.1. Every member admitted under rule 6.1.1 shall hold one non-withdrawable share, which is not transferable. The share shall have the nominal value of £1 payable in full by a member on joining the Society.

8.2. Couples who are joint plot holding Members shall hold one share each.

8.3. One share shall be the maximum shareholding of any Member.

9. REGISTER

9.1. The Society shall keep at its registered office a register of Members in which the Secretary shall enter or cause to be entered the following particulars:

(a) The names and addresses of the Members.

(b) A statement of the share held by each Member and the amount paid for the share.

(c) A statement of other property in the Society as loans held by each Member.

(d) The date at which each person was entered in the register as a Member and the date at which any persons cease to be a Member.

(e) The names and addresses of the officers of the Society with the offices held

by them and the dates on which they assumed and left office.

9.2. It shall be the responsibility of the Member to advise the Society of any change to his or her address

10. VOTING RIGHTS

10.1. Each individual or joint member holding a share in the Society will be entitled to one vote at Society meetings

11. MANAGEMENT STRUCTURE AND ORGANISATION

11.1. The Governance of the Society shall be vested in the Annual and other General Meetings, whilst day-to-day management of the affairs and property of the Society is delegated to the Management Committee, which in turn can be delegated to the Society's officers.

11.2. At the Annual General Meeting Members shall elect a Chair, Secretary and Treasurer for the Society (the Officers) and Members will be elected to fulfil additional Committee roles such as are considered necessary and appropriate at that time. The Management Committee shall comprise of not fewer than five Members. The Officers will normally serve no more than two consecutive terms of 3 years, except in circumstances where any such post remains unfilled at the AGM, a further term of 3 years will be permitted.

11.3. Prior to each AGM all Members shall be given the opportunity to stand as a candidate for a Committee role. In the event of there being more than one candidate for a particular role the outcome shall be determined by a confidential ballot of the Members. Committee Members shall be eligible to stand for re-election each year

11.4. The Committee shall be able to co-opt any additional Members to fill vacancies or additional roles, during the year.

11.5. Tenure of any post as a Committee Member shall be voluntary, unpaid, and open only to Members of the Society. Arrangements will be put in place by the Committee for the reimbursement of appropriate and legitimate out of pocket expenses

11.6. Minutes of every General Meeting and of every Committee meeting shall be kept and presented for approval as an accurate record at the next respective meeting and signed by the chair of the meeting at which they are presented and approved. All minutes signed as an accurate record shall, subject to any amendments which may be recorded in the following meeting, be conclusive evidence of any facts stated in the minutes or decisions made at the meeting the minutes record. The Chair, Secretary, Treasurer, and other elected Members of the Committee shall keep accurate records of any other dealings on behalf of the Society, which shall be available for inspection by Members

11.7. The Management Committee will meet at least three times each year and a quorum for the Committee shall consist of five committee members including two of Chair, Secretary or Treasurer.

11.8. A Committee member may be removed from office and barred from holding further

office by a resolution stating the intention and the reason for removal, carried by a majority of those present at a General Meeting.

12. MEETINGS

12.1. The Society shall in each year hold an Annual General Meeting at such time and place and by such means as the Committee shall determine. Not more than 15 months shall elapse between the date of one Annual General Meeting and that of the next.

12.2. The Committee may also convene further General Meetings and Special General Meetings as deemed necessary, and by such means as the Committee shall determine.

12.3. Members will be given at least 21 days' notice of the Annual General Meeting and other General Meetings and papers for such meetings will be sent not less than 7 days before the date of the meeting.

12.4. Special General Meetings may be called by either, a quorum of the Committee, or by written request from a Member, which states the reason for the meeting and is signed by at least 10 other Members. Such request to be delivered to the Secretary. The business of the Special General Meeting will be restricted to items on the original request with no amendments being accepted. Details will be notified to Members, along with notice of the meeting, at least 21 days prior to the meeting date.

12.5. No business shall be transacted at any General Meeting unless a quorum is present. The quorum at any General Meeting shall be 20 Members or 25% of the full Membership, whichever is the greater including two of Chair, Secretary and Treasurer being present

13. MEMBERSHIP SUBSCRIPTIONS

13.1. Individual plot licences run annually, with fees due on 1 September each year.

13.2. At the General Meeting/Annual General Meeting held prior to the anniversary date each year the Committee shall seek approval for any changes to the Plot and other fees for the upcoming year.

13.3. All Members' fees for the calendar year are due to be paid no later than 1 October. Failure to pay on time can lead to termination of membership under Rule 6.4.4.

14. FINANCIAL AFFAIRS

14.1. The Society is a non-profit making organisation and all surplus funds arising from the business of the Society shall be used for the furtherance of the objects of the Society.

14.2. The rate of interest on money borrowed, except on money borrowed by way of bank loan or overdraft or from a finance house or on mortgage from a building society or local authority, shall not exceed 5% per annum or 2% above the Bank of England base rate, at the commencement of the loan, whichever is the greater.

14.3. The Society may receive from any person donations or loans free of interest in order to further its objects but shall not receive money on deposit.

14.4. The shares held by members shall not carry any interest and shall not confer any right to dividend.

14.5. The Secretary shall register every issue or cancellation of shares by making an appropriate entry in the register of Members relating thereto.

14.6. Upon withdrawal or expulsion from membership all sums paid by the Member on account of shares shall be forfeited and the Member's share shall be extinguished.

14.7. The Management Committee may open Bank or Building Society Accounts in the name of the Society in which shall be lodged all monies received on behalf of the Society. These accounts shall be used to administer and record funds received and disbursed on behalf of the Society. Any funds available for term investment may be invested to earn interest with a Bank or Building Society on the recommendation of the Management Committee and approved as part of the annual budget at a General Meeting.

14.8. At the conclusion of each financial year, the Treasurer shall complete accounts and a balance sheet for presentation and approval at the Annual General Meeting. After approval, the revenue accounts and balance sheet must be signed by the Secretary and two other members of the Management Committee.

14.9. Within the time allowed by legislation the Secretary will send to the Financial Conduct Authority an Annual Return of the Society's affairs (in the form prescribed by them) accompanied by the signed copy of the accounts and balance sheet, referred to in rule 14.10

14.10. Auditing of Society accounts and balance sheet.

14.10.1. The Members shall vote annually, at each annual general meeting, as allowed by Section 84 of the Co-operative and Community Benefit Societies Act 2014, to have, when necessary in law or where the membership requires:

- Unaudited accounts, where the conditions for such exist.
- An audit carried out by a qualified auditor.
- An audit carried out by two or more lay auditors.
- A report by a qualified auditor

14.10.2. If a full audit or a report is required, a person who is a qualified auditor under section 91 of the Co-operative Community Benefit Societies Act 2014 shall be appointed. The qualified or lay auditors, if so appointed, shall not be officers or servants of the Society and nor shall they be partners of, or in the employment of, or employ, an officer or servant of the Society. Lay auditors shall be chosen by the Management Committee from the general Membership and/or others.

14.10.3. If the Membership votes for unaudited accounts, the Society's income and

Expenditure ledger shall be scrutinised by the Secretary and the Committee members only and signed, as a true record, by the Secretary and two Committee members or any other number as may be required by legislation. An income and expenditure report will be prepared to present to the Society's Members at each Annual General Meeting

15. COPIES OF RULES

15.1. It shall be the duty of the Management Committee to supply free of charge to all Members a copy of current Rules, which may be delivered by email or by delivery of a hardcopy. Where a member has already been provided with a copy there may be a charge of up to £5 for a second (hard) copy (under s18 of the 2014 Act).

16. AMENDMENT AND APPLICATION OF RULES

16.1. Changes to the rules of the Society (*i.e.* new rules made, rules amended or rescinded) may only be made at a General Meeting, and when a majority of voting Members who are present at the meeting that is quorate approve the change.

16.2. No new rule or amendment of rule is valid until registered with the Financial Conduct Authority in accordance with the 2014 Act. Once an amendment has been registered, a copy of it shall be issued to every member and supplied with every copy of the rules issued after the amendment of rules has been registered.

16.3. The Society shall be run in accordance with its FCA-registered Rules and obligations within the landlord's lease.

17. INDEMNITY

17.1. Every member of the Management Committee shall be indemnified by the Society against all losses and liabilities incurred by them in relation to the execution of his Office providing that nothing in this clause shall entitle them to any indemnity against liability arising through negligence or fraud or similar actions on their part.

18. DISSOLUTION

18.1. The Society may at any time be dissolved by the consent of three quarters of the Members testified by their signatures to an instrument of dissolution in the form prescribed in the 2014 Act.

18.2. The Society may, by a special resolution passed in a way required by the Act,

- transfer assets and undertakings to another society or a company
- convert to a company
- amalgamate with other societies or companies

18.3. If on winding up or dissolution of the Society any of its assets remain to be disposed of after its liabilities are satisfied, none of these assets shall be distributed among the Members but should be passed to a similar organisation.

19. Full name of Secretary (with signature)

Name	Lorin Watt
Signature	

20. Names of LRRHAA Limited Committee Members for 2024/25 (with 3 signatures)

Name	**Signature**
Nicholas Van Hear	
Ian Matten	
Arnold Harpin	