

Constitution of East of Otley Action Group (an Unincorporated Association)

PART 1

1. Adoption of the constitution.

- (1) The association is called “EOAG” in this document. It and its property will be administered and managed in accordance with this constitution by a committee comprising members elected in accordance with this constitution, and initially the signatories to this constitution.
- (2) Members of that elected committee shall be the trustees of EOAG and in this constitution they are together called “the Trustees”.

2. The name.

EOAG’s name is East of Otley Action Group.

3. The Aims.

EOAG's Aims (the “Aims”) are:

- To consult widely with the community in Otley on the East of Otley development to ensure all voices are heard;
- To ensure that those voices are represented fully to and heard by the Otley East Consortium and the planning authorities;
 - To ensure that, **if the development is to go ahead**, it is done in an ‘exemplar’ way:
 - Taking full regard of the Climate Emergency declared by Otley Town and Leeds City Councils;
 - Taking full regard of the local need for truly affordable (based on income) homes with a mixture of tenures, fully accessible to all ages and abilities and with provision for community self-build accommodation;
 - Employing building methods, materials and designs (including energy supply and usage in the future), and transport infrastructure consistent with the need to minimise carbon and other climate endangering emissions;
 - Respecting, protecting and enhancing the bio-diversity of the flora and fauna of the East of Otley site;
 - Respecting the right and need of the current and future residents of, and visitors to, Otley to access the surrounding green space;

- Respecting the existing character of Otley and its surrounding environment;
- Respecting the integrity of the Otley Neighbourhood Plan and other previous plans properly constituted (eg SAP, UDP);
- To take appropriate action at every stage of the planning consultation, planning approval and development phases to ensure the other Aims are achieved.'

4. Application of the income and property.

- (1) The income and capital of EOAG must be applied solely toward the promotion of the Aims but a Trustee:
- (a) is entitled to be reimbursed out of the property of EOAG or may pay out of such property reasonable expenses properly incurred by him or her when acting on behalf of EOAG
 - (b) may benefit from trustee indemnity insurance cover purchased at EOAG's expense.
- (2) None of the income or property of EOAG may be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to any member of EOAG. This does not prevent a member who is not also a Trustee from receiving:
- (a) a benefit from EOAG in the capacity of a beneficiary of EOAG;
 - (b) reasonable and proper remuneration for any goods or services supplied to EOAG.

5. Benefits and payments to charity trustees and connected persons

5 (1) General provisions

No Trustee or connected person may

- (a) buy or receive goods or services from EOAG on terms preferential to those applicable to other members of the public;
- (b) sell goods or services or any interest in land to EOAG;
- (c) be employed by or receive any remuneration from EOAG;
- (d) receive from EOAG any other benefit, direct or indirect, which is either money or has a monetary value;

unless the payment is permitted by sub-clause (2) of this clause.

5 (2) Scope and powers permitting trustees' or connected persons' benefits

A Trustee or connected person may:

- (a) receive a benefit from EOAG as a beneficiary of EOAG provided that it is available generally to the beneficiaries of EOAG;
- (b) enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to EOAG where that is permitted in accordance with, and subject to the conditions in, Section 185 of the Charities Act 2011
- (c) subject to sub-clause 3 of this clause, provide EOAG with goods that are not supplied in connection with services provided to EOAG by the Trustee or connected person.
- (d) receive interest on money lent to EOAG at a reasonable and proper rate which

- must not be more than the Bank of England bank rate (also known as the base rate)
- (e) receive rent for premises let by the Trustee or connected person to EOAG. The amount of the rent and the other terms of the lease must be reasonable and proper. The Trustee concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are under discussion.
- (f) take part in the normal trading and fundraising activities of EOAG on the same terms as members of the public.

5 (3) Payment for supply of goods only - controls

EOAG and its Trustees may only rely upon the authority provided by sub-clause (2)(c) of this clause if each of the following conditions is satisfied:

- (a) The amount or maximum amount of the payment for the goods is set out in an agreement in writing between EOAG and the Trustee or connected person supplying the goods (“the supplier”) under which the supplier is to supply the goods in question to or on behalf of EOAG.
- (b) The amount or maximum amount of the payment for the goods does not exceed what is reasonable in the circumstances for the supply of the goods in question.
- (c) The other Trustees are satisfied that it is in the best interests of EOAG to contract with the supplier rather than someone who is not a Trustee or connected person. In reaching that decision the Trustees must balance the advantage of contracting with a Trustee or connected person against the disadvantages of doing so.
- (d) The supplier is absent from the part of any meeting at which there is discussion of the proposal to enter into a contract or arrangement with him or her or it with regard to the supply of goods to EOAG.
- (e) The supplier does not vote on any such matter and is not to be counted when calculating whether a quorum of Trustees is present at the meeting.
- (f) The reason for their decision is recorded by the Trustees in the minute book.
- (g) A majority of the Trustees then in office are not in receipt of remuneration or payments authorised by clause 5.

5 (4) In sub-clauses (2) and (3) of this clause:

- (a) “EOAG” shall include any company in which EOAG:
 - (i) holds more than 50% of the shares; or
 - (ii) controls more than 50% of the voting rights attached to the shares; or
 - (iii) has the right to appoint one or more Trustees to the Board of the company.
- (b) “connected person” includes any person within the definition set out in Clause 34 (Interpretation)

6. Dissolution.

- (1) If the members resolve to dissolve EOAG, the Trustees will remain in office as trustees and be responsible for winding up the affairs of EOAG in accordance with this clause.
- (2) The Trustees must collect in all the assets of EOAG and must pay or make provision for all the liabilities of EOAG.
- (3) The Trustees must apply any remaining property or money:
 - (a) directly for the Aims;

- (b) by transfer to any charity or charities for purposes the same as or similar to EOAG.
- (4) The members may pass a resolution before or at the same time as the resolution to dissolve EOAG specifying the manner in which the Trustees are to apply the remaining property or assets of EOAG and the Trustees must comply with the resolution if it is consistent with paragraphs (a) - (b) inclusive in sub-clause (3) above.
- (5) In no circumstances shall the net assets of EOAG be paid to or distributed among the members of EOAG.
- (6) The Trustees must notify the members promptly that EOAG has been dissolved and present a final set of accounts to the members.

7. Amendments of constitution

- (1) EOAG may amend any provision contained in Part 1 of this constitution provided that:
 - (a) no amendment may be made to alter the Aims if the change would undermine or work against the previous Aims EOAG;
 - (b) any resolution to amend a provision of Part 1 of this constitution is passed by not less than three quarters (75%) of the members present and voting at a general meeting.
- (2) Any provision contained in Part 2 of this constitution may be amended, provided that any such amendment is made by resolution passed by a simple majority of the members present and voting at a general meeting.

PART 2

8. Membership.

- (1) Membership is open to individuals over sixteen and resident in Otley or organisations who are resident in Otley and interested in promoting the Aims and who are approved by the Trustees.
- (2)(a) The Trustees may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of EOAG to refuse the application.
- (b) The Trustees must inform the applicant in writing of the reasons for the refusal within twenty-one days of the decision.
- (c) The Trustees must consider any written representations the applicant may make about the decision. The Trustees' decision following any written representations must be notified to the applicant in writing but shall be final.
- (3) Membership is not transferable to anyone else.
- (4) The Trustees must keep a register of names and addresses of the members which must be made available to any member upon request.

9. Termination of membership.

Membership is terminated if:

- (1) the member dies or, if it is an organisation, ceases to exist;
- (2) the member resigns by written notice to EOAG unless, after the resignation, there would be less than two members;
- (3) any sum due from the member to EOAG is not paid in full within six months of it falling due;
- (4) the member is removed from membership by a resolution of the Trustees that it is in the best interests of EOAG that his or her membership is terminated. A resolution to remove a member from membership may only be passed if:
 - (a) the member has been given at least seven days' notice in writing of the meeting of the Trustees at which the resolution will be proposed and the reasons why it is to be proposed;
 - (b) the member or, at the option of the member, the member's representative (who need not be a member of EOAG) has been allowed to make representations to the meeting.

10. General meetings.

- (1) EOAG must hold a general meeting within two months of the date of the adoption of this constitution.
- (2) An annual general meeting ("AGM") must be held in each subsequent year and not more than fifteen months may elapse between successive AGMs.
- (3) At an AGM the members:
 - (a) receive the accounts of EOAG for the previous financial year;
 - (b) receive the report of the Trustees on EOAG's activities since the previous AGM;
 - (c) accept the retirement of those elected Trustees who wish to retire [or are retiring by rotation];
 - (d) elect elected Trustees to fill the vacancies arising;
 - (e) elect from among the members a Chairman to hold office from the end of the AGM until the end of the next AGM;
 - (f) appoint an independent examiner for EOAG where required; and
 - (g) discuss and determine any issues of policy or deal with any other business put before them by the Trustees.
- (4) All general meetings other than AGMs shall be called special general meetings.
- (5) The Trustees may call a special general meeting at any time.
- (6) The Trustees must call a special general meeting if requested to do so in writing by at least ten members or one tenth of the membership, whichever is the greater. The request must state the nature of the business that is to be discussed. If the Trustees fail to hold the meeting within fourteen days of the request, the members may proceed to call a special general meeting but in doing so they must comply with the provisions of this constitution.

11. Notice.

- (1) The minimum period of notice required to hold any general meeting of EOAG is fourteen clear days from the date on which the notice is deemed to have been given.
- (2) A general meeting may be called by shorter notice, if it is so agreed by all the members entitled to attend and vote.
- (3) The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an AGM, the notice must say so.
- (4) The notice must be given to all the members and to the Trustees.

12. Quorum.

- (1) No business shall be transacted at any general meeting unless a quorum is present.
- (2) A quorum is, whichever is the greater, either:
 - (a) ten members entitled to vote upon the business to be conducted at the meeting; or
 - (b) one tenth of the total membership at the time.
- (3) The authorised representative of a member organisation shall be counted in the quorum.
- (4) If:
 - (a) a quorum is not present within half an hour from the time appointed for the meeting; or
 - (b) during a meeting a quorum ceases to be present, the meeting shall be adjourned to such time and place as the Trustees shall determine.
- (5) The Trustees must reconvene the meeting and must give at least seven clear days' notice of the reconvened meeting stating the date, time and place of the meeting.
- (6) If no quorum is present at the reconvened meeting within fifteen minutes of the time specified for the start of the meeting the members present at that time shall constitute the quorum for that meeting.

13. Chair.

- (1) General meetings shall be chaired by the person who has been nominated by the Trustees.
- (2) If there is only one Trustee present and willing to act, he or she shall chair the meeting.
- (3) If no Trustee is present and willing to chair the meeting within fifteen minutes after the time appointed for holding it, the members present and entitled to vote must choose one of their number to chair the meeting.

14. Adjournments.

- (1) The members present at a meeting may resolve that the meeting shall be adjourned.
- (2) The person who is chairing the meeting must decide the date time and place at which meeting is to be reconvened unless those details are specified in the resolution.
- (3) No business shall be conducted at an adjourned meeting unless it could properly have been conducted at the meeting had the adjournment not taken place.
- (4) If a meeting is adjourned by a resolution of the members for more than seven days, at least seven clear days' notice shall be given of the reconvened meeting stating the date time and place of the meeting.

15. Votes.

- (1) Each member shall have one vote but if there is an equality of votes the person who is chairing the meeting shall have a casting vote in addition to any other vote he or she may have.
- (2) Except where otherwise provided by this constitution, every issue at a general meeting is determined by a simple majority of votes cast by the members present in person or (in the case of a member organisation) through an authorised representative.
- (3) A resolution in writing signed by each member (or in the case of a member that is an organisation, by its authorised representative) who would have been entitled to vote upon it had it been proposed at a general meeting shall be effective. It may comprise several copies each signed by or on behalf of one or more members.

16. Representatives of other bodies.

- (1) Any organisation that is a member of EOAG may nominate any person to act as its representative at any meeting of EOAG.
- (2) The organisation must give written notice to EOAG of the name of its representative. The nominee shall not be entitled to represent the organisation at any meeting unless the notice has been received by EOAG. The nominee may continue to represent the organisation until written notice to the contrary is received by EOAG.
- (3) Any notice given to EOAG will be conclusive evidence that the nominee is entitled to represent the organisation or that his or her authority has been revoked. EOAG shall not be required to consider whether the nominee has been properly appointed by the organisation.

17. Officers and trustees.

- (1) EOAG and its property shall be managed and administered by the Trustees as specified in Clause 1
- (2) EOAG may have the following Officers:
 - A Chair,

- A Secretary,
- A Treasurer.

- (3) A Trustee must be a member of EOAG or the nominated representative of an organisation that is a member of EOAG.
- (4) No one may be appointed a Trustee if he or she would be disqualified from acting under the provisions of Clause 20.
- (5) The number of Trustees shall be not less than three and not more than twelve individuals.
- (6) The first Trustees (including Officers if any) shall be those persons elected as Trustees and Officers at the meeting at which this constitution is adopted.
- (7) A Trustee may not appoint anyone to act on his or her behalf at meetings of the Trustees.

18. The appointment of Trustees.

- (1) EOAG in general meeting shall elect the Officers (if any) and the other Trustees.
- (2) The Trustees may appoint any person who is willing to act as a Trustee. Subject to paragraph 5(b) of this clause, they may also appoint Trustees to act as Officers.
- (3) Each of the Trustees shall retire with effect from the conclusion of the AGM next after his or her appointment but those so retiring shall be eligible for re-election at that AGM.
- (4) No-one may be elected a Trustee or an Officer at any AGM unless prior to the meeting EOAG is given a notice that:
 - (a) is signed by a member entitled to vote at the meeting;
 - (b) states the member's intention to propose the appointment of a person as a Trustee or as an Officer;
 - (c) is signed by the person who is to be proposed to show his or her willingness to be appointed.
- (5)
 - (a) The appointment of a Trustee, whether by EOAG in general meeting or by the other Trustees, must not cause the number of Trustees to exceed any number fixed by in accordance with this constitution as the maximum number of Trustees.
 - (b) The Trustees may not appoint a person to be an Officer if a person has already been elected or appointed to that office and has not vacated the office.

19. Powers of Trustees.

- (1) The Trustees must manage the business of EOAG and they have the following powers in order to further the Aims (but not for any other purpose):
 - (a) to raise funds. In doing so, the Trustees must not undertake any taxable permanent trading activity, and must comply with any relevant statutory regulations;
 - (b) to borrow money and give security for loans but only in accordance with and subject to the restrictions imposed by the members;

- (c) to co-operate with charities, other voluntary bodies and statutory authorities and to exchange information and advice with them;
 - (d) to establish or support any charitable trusts, associations or institutions formed for any of the charitable purposes included in the Aims;
 - (e) to acquire, merge with or enter into any partnership or joint venture arrangement with any other organisation formed for any of the Aims;
 - (f) to set aside funds as reserves against future expenditure, but only in accordance with a written policy about reserves;
 - (g) to obtain and pay for such goods and services as are necessary for carrying out the work of EOAG;
 - (h) to open and operate such bank and other accounts as the Trustees consider necessary and to invest funds and to delegate the management of funds to specified individuals;
 - (i) to pay for indemnity insurance for the Trustees;
 - (k) to do all such other lawful things as are necessary for the achievement of the Aims.
- (2) No alteration of this constitution or any special resolution shall have retrospective effect to invalidate any prior act of the Trustees.
- (3) Any meeting of Trustees at which a quorum is present at the time the relevant decision is made may exercise all the powers exercisable by the Trustees.

20. Disqualification and removal of Trustees.

A Trustee shall cease to hold office if he or she:

- (1) is disqualified from acting as a Trustee or Director by virtue of any legal process;
- (2) ceases to be a member of EOAG;
- (3) in the written opinion, given to EOAG, of a medical practitioner treating that person, becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- (4) resigns as a Trustee by notice to EOAG (but only if at least two Trustees will remain in office when the notice of resignation is to take effect);
- (5) is absent without the permission of the Trustees from all their meetings held within a period of six consecutive months and the Trustees resolve that his or her office be vacated.
- (6) is removed by a resolution passed by all the other Trustees after they have invited the views of the Trustee concerned and considered the matter in the light of any such views;
- (7) ceases to have the required qualifications, and for this purpose the required qualifications shall be such qualifications, if any, as the Trustees establish as a requirement for either that Trustee or for the Trustees generally.

21. Proceedings of Trustees.

- (1) The Trustees may regulate their proceedings as they think fit, subject to the provisions of this constitution.
- (2) The Trustees must hold at least twelve meetings each year.
- (3) Any Trustee may call a meeting of the Trustees.
- (4) The secretary must call a meeting of the Trustees if requested to do so by a Trustee.
- (5) Questions arising at a meeting must be decided by a majority of votes.
- (6) In the case of an equality of votes, the person who chairs the meeting shall have a second or casting vote.
- (7) No decision may be made by a meeting of the Trustees unless a quorum is present at the time the decision is purported to be made.
- (8) The quorum shall be two or the number nearest to one third of the total number of Trustees, whichever is the greater or such larger number as may be decided from time to time by the Trustees.
- (9) A Trustee shall not be counted in the quorum present when any decision is made about a matter upon which that Trustee is not entitled to vote.
- (10) If the number of Trustees is less than the number fixed as the quorum, the continuing Trustees or Trustee may act only for the purpose of filling vacancies or of calling a general meeting.
- (11) The Trustees will nominate a Trustee to chair meetings of the Trustees.
- (12) The person appointed to chair meetings of the Trustees shall have no functions or powers except those conferred by this constitution or delegated to him or her in writing by the Trustees.
- (13) Every issue may be determined by a simple majority of the votes cast at a meeting of the Trustees but a resolution in writing signed by all the Trustees entitled to receive notice of a meeting of Trustees or of a committee of Trustees and to vote upon the resolution shall be as valid and effectual as if it had been passed at a meeting of the Trustees or (as the case may be) a committee of Trustees duly convened and held.
- (14) The resolution in writing may comprise several documents containing the text of the resolution in like form each signed by one or more Trustees.
- (15) A meeting of the Trustees may be held either in person or by suitable electronic means agreed by the Trustees in which all participants may communicate with all other participants.

22. Conflicts of interest and conflicts of loyalties

A Trustee must:

- (1) declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with EOAG or in any transaction or arrangement entered into by EOAG which has not been previously declared; and

- (2) absent himself or herself from any discussions of the Trustees in which it is possible that a conflict will arise between his or her duty to act solely in the interests of EOAG and any personal interest (including but not limited to any personal financial interest).

Any Trustee absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the Trustees.

23. Saving provisions

- (1) Subject to sub-clause (2) of this clause, all decisions of the Trustees, or of a committee of the Trustees, shall be valid notwithstanding the participation in any vote of a Trustee:
 - (a) who is disqualified from holding office;
 - (b) who had previously retired or who had been obliged by this constitution to vacate office;
 - (c) who was not entitled to vote on the matter, whether by reason of a conflict of interests or otherwise

if without the vote of that Trustee and that Trustee being counted in the quorum, the decision has been made by a majority of the Trustees at a quorate meeting.

- (2) Sub-clause (1) of this clause does not permit a Trustee to keep any benefit that may be conferred upon him or her by a resolution of the Trustees or of a committee of Trustees, if, but for sub-clause (1), the resolution would have been void, or if the Trustee has not complied with clause 22 (Conflicts of interests and conflicts of loyalties).

24. Delegation.

- (1) The Trustees may delegate any of their powers or functions to a committee of two or more Trustees but the terms of any such delegation must be recorded in the minute book.
- (2) The Trustees may impose conditions when delegating, including the conditions that:
 - (a) the relevant powers are to be exercised exclusively by the committee to whom they delegate;
 - (b) no expenditure may be incurred on behalf of EOAG except in accordance with a budget previously agreed with the Trustees.
- (3) The Trustees may revoke or alter a delegation.
- (4) All acts and proceedings of any committees must be fully and promptly reported to the Trustees.

25. Irregularities in proceedings.

- (1) Subject to sub-clause (2) of this clause, all acts done by a meeting of Trustees, or of a committee of Trustees, shall be valid notwithstanding the participation in any vote of a Trustee:
 - (a) who was disqualified from holding office;
 - (b) who had previously retired or who had been obliged by this constitution to vacate office;

- (c) who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise,

if, without:

- (d) the vote of that Trustee; and
- (e) that Trustee being counted in the quorum,

the decision has been made by a majority of the Trustees at a quorate meeting.

- (2) Sub-clause (1) of this clause does not permit a Trustee to keep any benefit that may be conferred upon him or her by a resolution of the Trustees or of a committee of Trustees if the resolution would otherwise have been void.
- (3) No resolution or act of:
 - (a) the Trustees;
 - (b) any committee of the Trustees;
 - (c) EOAG in general meeting,shall be invalidated by reason of the failure to give notice to any Trustee or member or by reason of any procedural defect in the meeting unless it is shown that the failure or defect has materially prejudiced a member or the beneficiaries of EOAG.

26. Minutes.

The Trustees must keep minutes of all:

- (1) appointments of Officers and Trustees made by the Trustees;
- (2) proceedings at meetings of EOAG;
- (3) meetings of the Trustees and committees of Trustees including:
 - (a) the names of the Trustees present at the meeting;
 - (b) the decisions made at the meetings; and
 - (c) where appropriate the reasons for the decisions.

27. Annual report and return and accounts.

- (1) The Trustees must comply with the following:
 - (a) the keeping of accounting records for EOAG;
 - (b) the preparation of annual statements of account for EOAG;
- (2) Accounts must be prepared in accordance with the common standard accounting practice.

28. Notices.

- (1) Any notice required by this constitution to be given to or by any person must be:
 - (a) in writing; or
 - (b) given using electronic communications.

- (2) Notice may be given to a member either:
 - (a) personally; or
 - (b) by sending it by post in a prepaid envelope addressed to the member at his or her address; or
 - (c) by leaving it at the address of the member; or
 - (d) by giving it using electronic communications to the member's address.
- (3) A member who does not register an address with EOAG or who registers only a postal address that is not within the United Kingdom shall not be entitled to receive any notice from EOAG.
- (4) A member present in person at any meeting of EOAG shall be deemed to have received notice of the meeting and of the purposes for which it was called.
- (5) (a) Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given.
- (b) Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given.
- (c) A notice shall be deemed to be given 48 hours after the envelope containing it was posted or, in the case of an electronic communication, 48 hours after it was sent.

29. Rules.

- (1) The Trustees may from time to time make rules or bye-laws for the conduct of their business.
- (2) The bye-laws may regulate the following matters but are not restricted to them:
 - (a) the admission of members of EOAG (including the admission of organisations to membership) and the rights and privileges of such members, and the entrance fees, subscriptions and other fees or payments to be made by members;
 - (b) the conduct of members of EOAG in relation to one another, and to EOAG's employees and volunteers;
 - (c) the setting aside of the whole or any part or parts of EOAG's premises at any particular time or times or for any particular purpose or purposes;
 - (d) the procedure at general meetings and meetings of the Trustees in so far as such procedure is not regulated by this constitution;
 - (e) the keeping and authenticating of records. (If regulations made under this clause permit records of EOAG to be kept in electronic form and require a Trustee to sign the record, the regulations must specify a method of recording the signature that enables it to be properly authenticated.)
 - (f) generally, all such matters as are commonly the subject matter of the rules of an unincorporated association.
- (3) EOAG in general meeting has the power to alter, add to or repeal the rules or bye-laws.
- (4) The Trustees must adopt such means as they think sufficient to bring the rules and

bye-laws to the notice of members of EOAG.

- (5) The rules or bye-laws shall be binding on all members of EOAG. No rule or bye-law shall be inconsistent with, or shall affect or repeal anything contained in, this constitution.

30. Disputes

If a dispute arises between members of EOAG about the validity or propriety of anything done by the members under this constitution, and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation.

31. Interpretation.

In this constitution, “connected person” means

- (1) a child, parent, grandchild, grandparent, brother or sister of the Trustee;
- (2) the spouse or civil partner of the Trustee or of any person falling within paragraph (1) above;
- (3) a person carrying on business in partnership with the Trustee or with any person falling within paragraph (1) or (2) above;
- (4) an institution which is controlled -
 - (a) by the Trustee or any connected person falling within paragraph (1), (2), or (3) above; or
 - (b) by two or more persons falling within sub-paragraph (4)(a), when taken together;
- (5) a body corporate body in which –
 - (a) the Trustee or any connected person falling within paragraphs (1) to (3) has a substantial interest; or
 - (b) two or more persons falling within sub-paragraph (5)(a) who, when taken together, have a substantial interest.

SIGNATURE	PRINT NAME
	Peter Smith
	Martin Gaskin
	Shannon Coles
	Claire Blindell

	Michael Bradley

ADOPTED AT A MEETING

HELD AT Beech Grove, East Chevin Road, Otley, LS21 3BN and electronically

ON 10 March 2021