

Proposal to merge St Ives Community Orchard and Nature Reserve Group and St Ives Orchard CIC – June 2021

The St Ives Community Orchard and Nature Reserve Group (SCON) is the constituted community group that looks after the Community Orchard and Penbeagle Nature Reserve. The group was established in 2014 when a number of fruit trees were donated to the site next to the Palemon Best Recreation Ground by Penwith Environmental Network and the community came together to plant the trees and create the community orchard. The group holds a lease with Cornwall Council allowing it to occupy and work on the site.

The project has gone from strength to strength and successfully raised funds for the orchard and nature reserve. Activities have diversified, even branching out into a food share initiative over this last year. The group discussed the possibility of becoming a charity or a CIC at its meeting in December 2019. To serve the ambitions of the project it became apparent that establishing a Community Interest Company best meets the needs of the evolving organisation.

This was discussed at a group meeting in December 2020 and it was decided to progress the CIC application which was taken forward by a core group of SCON members. The St Ives Orchard CIC (SIOCIC) was established in April this year.

It is now proposed that SIOCIC becomes the main governing body, with SCON volunteers having the option to be members of the CIC or simply continue in a volunteer capacity. This document looks at how anyone involved in the project relates to this new structure.

A Community Interest Company is a legal entity that allows trading to make a profit. However, all profits must be used for the benefit of the community according to the founding document of the CIC known as the Memorandum of Association and the constitution of the CIC, known as the Articles of Association. Both documents are registered with Companies House which oversees the legal registration of companies. The Articles of Association is necessarily a detailed document, setting out the rules of how the CIC operates and can be changed by the CIC to meet its needs. The CIC is run by Directors, who have overall responsibility for the financial and legal governance of the CIC, assisted by members. The financial liability of the directors and members is limited to £1 each should the CIC become insolvent (provided due diligence has been followed).

To set up the CIC, it was necessary to nominate directors. Elise Langley, Phoebe Sampson, Josh Quick and Rupert Manley are the registered directors. The directors invite all existing members of SCON to become members of the St Ives Orchard CIC and to adopt the Articles of Association of the SIOCIC as the governing document of the group. Members will have a vote at meetings and can elect directors of the CIC. To facilitate the smooth running of the CIC the members will elect from the membership a Chair, Treasurer and Clerk. There is no limit to the number of members. General meetings will be held at least quarterly.

For those who do not wish to be members of the St Ives Community Orchard CIC, there will be a volunteers' assembly which can meet independently and elect a representative to attend SIOCIC general meetings. Anyone can attend AGMs.

The St Ives Orchard CIC can act as an umbrella organisation for 'member organisations'. For instance, the St Ives Community Foodshare Group. A Member Organisation may nominate any individual to act as it's representative at any meeting of the Company.

The governing document is the Articles of Association.

The CIC takes care of the financial and legal governance of the member organisations, ensures insurance is in place and maintains an oversight of the running of the member organisations. Each member organisation can have its own constitution or Management plan and make day to day operational decisions according to the constitution and/or management plan.

Volunteers who do not wish to be members of the CIC or a member organisation can attend member organisation meetings but do not have voting rights.