



# Constitution



Date of approval: 24 November 2022  
Amended: 31 July 2025

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**1. Name**

The Cooperative Councils' Innovation Network (CCIN)

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**2. Purpose**

The Cooperative Councils' Innovation Network is a non-party-political, [action focused network](#) for cooperative policy development, innovation and advocacy. It is:

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- Action-focused: a vehicle for helping councils translate cooperative policy and principles into practice
- Membership-based: funded by modest membership subscriptions from its member councils
- Open to all UK councils: members share the belief that working cooperatively with communities holds the key to tackling today's challenges
- Part of the local government family: the network is a Special Interest Group registered with the Local Government Association where we work to promote innovation in local government

The objects of the CCIN are set out in the [CCIN's Strategic Action Plan](#) (as updated from time to time).

**3. Definitions**

['EOC' means Executive Oversight Committee.](#)

['V&P' means Values & Principles Board.](#)

['Accountable Body' means Oldham Council \(or its successor\) managing CCIN's financial, legal and procurement interests.](#)

['AGM' means Annual General Meeting.](#)

['Representative' means an individual appointed under this Constitution.](#)

['Simple Majority' means more votes cast in favour than against.](#)

'Quorum' means the minimum number of voting Representatives required to transact business.

'Chair' and 'Vice-Chair' carry the meanings in clauses 10 and 12.

#### 4. Membership of the CCIN

There are three forms of membership of the CCIN, members of the network are set out in Annex 1 to this Constitution

##### 4.1 Local council (Full) Membership – open to:

- (a) unitary, county, district and borough councils in England, Northern Ireland, Scotland and Wales where the majority political group (or groups)<sup>i</sup> choose to be members of the CCIN
- (b) combined authorities
- (c) Police and Crime Commissioners

##### 4.2 Associate membership – open to:

- (a) Town and Parish Councils in England, Northern Ireland, and Wales and Community Councils in Scotland.
- (b) Groups of elected representatives engaged in local councils (Unitary, County, District and Borough) in England, Northern Ireland, Scotland and Wales including:
  - (i) Minority administrations of local councils where opposition parties block membership and the administration, therefore, joins as a political group
  - (ii) Opposition groups that will seek to become a Full Member if they take control of their local authority
- (c) Other elected authorities:
  - (i) The devolved administrations of the United Kingdom of Great Britain and Northern Ireland
  - (ii) Local and regional government within Europe and beyond

##### 4.3 Affiliate membership – open to:

non-governmental organisations and corporations that:

- a. Align with the values and principles of CCIN.
- b. Support and engage in the process of developing innovative Cooperative Councils.

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**Deleted:** non-governmental organisations and corporations wishing to show their support and engage in the processes of developing innovative Cooperative Councils. The values and principles of Affiliate Members align with the Network's, and they are supportive in the development of cooperative policy, practice and can demonstrate they deliver a positive social impact to local communities....

c. Supports the development of cooperative policy and practice.

d. Can demonstrate positive social impact for local communities

#### 4.4 Accountable Body

The Accountable Body is responsible for CCIN's financial, legal and procurement arrangements.

The Accountable Body is Oldham Council

**Deleted:** – to deal with the CCIN's financial, legal and procurement interests.

### 5. Full (Local Council) Membership

#### 5.1 Admission of new members

##### (a) Eligibility

Membership of the CCIN is open to any Local Council who is interested in furthering its purposes, and who, by applying for membership, has indicated his, her or its agreement to become a member and acceptance of the duty of members set out in clause 5.3.

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##### (b) Admission procedure

Applications are considered by The Executive and Oversight Committee (EOC) which:

- (i) May determine the form of applications
- (ii) Shall, if they approve and ratify (at a general meeting of the EOC) an application for membership, notify the applicant of their decision within 21 days.
- (iii) May refuse an application for membership where it considers this to be in the best interests of the CCIN.
- (iv) Shall, if they decide to refuse an application for membership, give the applicant their reasons for doing so, within 21 days of the decision being taken, and give the applicant the opportunity to appeal against the refusal.
- (v) Shall give fair consideration to any such appeal, and shall inform the applicant of their decision, but any decision to confirm refusal of the application for membership shall be final.

**Deleted:** require applications for membership to be made in any reasonable way that they decide.

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#### 5.2 Transfer of Full Membership

Full Membership of the CCIN cannot be transferred.

#### 5.3 Duty of Full Members

It is the duty of each member of the CCIN to exercise his or her powers as a member of the CCIN in accordance with the CCIN Code of Conduct and in the way he or she decides in good faith would be most likely to further the purposes of the CCIN.

5.4 Termination of Full membership

- (a) Full Membership of the CCIN comes to an end if:
  - (i) there is a change in the ruling political group<sup>ii</sup> (or groups) of the local council and the member sends a notice of resignation, within six weeks of a change of overall political control, to EOC; or
  - (ii) any sum of money owed by the member to the CCIN is not paid in full within three months of its falling due; or
  - (iii) the EOC decide that it is in the best interests of the CCIN that the member in question should be removed from membership and pass a resolution to that effect.
- (b) Before the EOC take any decision to remove someone from Full Membership of the CCIN they must:
  - (i) inform the member of the reasons why it is proposed to remove him, her or it from membership.
  - (ii) give the member at least 21 clear days' notice in which to make representations to the EOC as to why he, she or it should not be removed from membership.
  - (iii) at a duly constituted meeting of the EOC, consider whether or not the member should be removed from membership.
  - (iv) consider at that meeting any representations which the member makes as to why the member should not be removed; and
  - (v) allow the member, or the member's representative, to make those representations in person at that meeting, if the member so chooses.

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5.5 Membership fees

Members shall pay the applicable Full Membership fee set and published annually by the EOC, with any concessions or bands [to be determined]. Fees are due within 30 days of invoice.

**Deleted:** The CCIN may require members to pay reasonable Full Membership fees to the CCIN.¶

6. Associate Membership

6.1 Admission of new Associate Members

- (a) Eligibility  
Associate Membership of the CCIN is open to

(i) Town and Parish Councils in England, Northern Ireland, ~~Wales and Community Councils in Scotland.~~

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(ii) Groups of elected representatives engaged in local councils (Unitary, County, District and Borough) in England, Northern Ireland, Scotland and Wales:

- (a) Minority administrations of local councils where opposition parties block membership and the administration, therefore, joins as a political group
- (b) Opposition groups that will seek to become a Full Member if they take control of their local authority

who are interested in furthering its purposes, and who, by applying for membership, has indicated his, her or its agreement to become an Associate Member and acceptance of the duty of Associate Members set out in clause 6.3.

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(b) Admission procedure

Applications are considered by The Executive and Oversight Committee (EOC) which:

- (i) May determine the form of applications
- (ii) Shall, if they approve and ratify (at a general meeting of the EOC) an application for membership, notify the applicant of their decision within 21 days.
- (iii) May refuse an application for membership where it considers this to be in the best interests of the CCIN for them to do so.
- (iv) Shall, if they decide to refuse an application for membership, give the applicant their reasons for doing so, within 21 days of the decision being taken, and give the applicant the opportunity to appeal against the refusal.
- (v) Shall give fair consideration to any such appeal, and shall inform the applicant of their decision, but any decision to confirm refusal of the application for membership shall be final.

**Deleted:** require applications for membership to be made in any reasonable way that they decide.

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## 6.2 Transfer of Associate Membership

Associate Membership of the CCIN cannot be transferred.

## 6.3 Duty of Associate Members

It is the duty of each member of the CCIN to exercise his or her powers as a member of the CCIN in accordance with the CCIN Code of Conduct and in the way he or she decides in good faith would be most likely to further the purposes of the CCIN.

## 6.4 Termination of Associate Membership

- (a) Associate Membership of the CCIN comes to an end if:

- (i) any sum of money owed by the member to the CCIN is not paid in full within three months of its falling due; or
  - (ii) the EOC decide that it is in the best interests of the CCIN that the member in question should be removed from Associate membership and pass a resolution to that effect.
- (b) Before the EOC take any decision to remove someone from membership of the CCIN they must:
- (i) inform the member of the reasons why it is proposed to remove him, her or it from membership;
  - (ii) give the member at least 21 clear days' notice in which to make representations to the EOC as to why he, she or it should not be removed from membership;
  - (iii) at a duly constituted meeting of the EOC, consider whether or not the member should be removed from membership;
  - (iv) consider at that meeting any representations which the member makes as to why the member should not be removed; and
  - (v) allow the member, or the member's representative, to make those representations in person at that meeting, if the member so chooses.

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## 6.5 Membership fees

Members shall pay the applicable Associate Membership fee set and published annually by the EOC, with any bands [to be determined]. Fees are due within 30 days of invoice.

**Deleted:** The CCIN may require members to pay reasonable Associate Membership fees to the CCIN. ¶

## 7. Affiliate Membership

### 7.1 Admission of new Affiliate members

#### (a) Eligibility

Affiliate Membership of the CCIN is open to any non-governmental organisations and corporations who is interested in furthering its purposes, and who, by applying for Affiliate membership, has indicated his, her or its agreement to become a member and acceptance of the duty of Affiliate Members set out in clause 7.3.

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#### (b) Admission procedure

Applications are considered by The Executive and Oversight Committee (EOC) which:

- (i) May determine the form of applications
- (ii) Shall, if they approve and ratify (at a general meeting of the EOC) an application for membership, notify the applicant of their decision within 21 days.

**Deleted:** require applications for membership to be made in any reasonable way that they decide.

- (iii) May refuse an application for membership, where it considers this to be in the best interests of the CCIN for them to do so.
- (iv) Shall, if they decide to refuse an application for membership, give the applicant their reasons for doing so, within 21 days of the decision being taken, and give the applicant the opportunity to appeal against the refusal.
- (v) Shall give fair consideration to any such appeal, and shall inform the applicant of their decision, but any decision to confirm refusal of the application for membership shall be final.

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## 7.2 Transfer of Affiliate Membership

Affiliate Membership of the CCIN cannot be transferred.

## 7.3 Duty of Affiliate Members

It is the duty of each member of the CCIN to exercise his or her powers as a member of the CCIN in accordance with their Organisation's Code of Conduct and in the way he or she decides in good faith would be most likely to further the purposes of the CCIN.

## 7.4 Termination of Affiliate membership

Affiliate Membership of the CCIN comes to an end if:

- (i) any sum of money owed by the member to the CCIN is not paid in full within three months of its falling due; or
  - (ii) the EOC decide that it is in the best interests of the CCIN that the member in question should be removed from membership and pass a resolution to that effect.
- (b) Before the EOC take any decision to remove someone from Affiliate Membership of the CCIN they must:
- (i) inform the member of the reasons why it is proposed to remove him, her or it from membership.
  - (ii) give the member at least 21 clear days' notice in which to make representations to the EOC as to why he, she or it should not be removed from membership.
  - (iii) at a duly constituted meeting of the EOC, consider whether or not the member should be removed from membership.
  - (iv) consider at that meeting any representations which the member makes as to why the member should not be removed; and
  - (v) allow the member, or the member's representative, to make those representations in person at that meeting, if the member so chooses.

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7.5 Membership fees

Members shall pay the applicable Affiliate Membership fee set and published annually by the EOC, with any bands [to be determined]. Fees are due within 30 days of invoice.

**Deleted:** The CCIN may require members to pay reasonable Affiliate Membership fees to the CCIN.<sup>¶</sup>

8. Operating Structure of the CCIN

8.1 The business of the CCIN will be conducted by the **Executive Oversight Committee** (EOC) and the **Values and Principles Board** (V&P) and the Finance & General Purpose Group (FGPG) as set out in the Annexes to the Constitution.

**Deleted:** Annexes

9. General Meetings of CCIN

9.1 There must be an annual general meeting (AGM) of the members of the CCIN to be held at intervals of not more than 15 months. The AGM must receive the annual statement of accounts.

9.2 The general business should cover: Budget Report, Review of the Year, Report from V&P, Funding Rounds, Constitutional Amendments, any Elections.

**Deleted:** , any Funding Rounds.

9.3 Remote and Hybrid Meetings

General meetings, including the AGM, may be held:

a. In Person

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b. Wholly by electronic means; or

c. As hybrid meetings combining physical attendance with electronic participation, provided that all participants are able to hear, speak and vote (where applicable) on equal terms. Attendance by electronic means shall count towards quorum.

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10. Executive Oversight Committee

10.1 EOC consists of:

- (a) a minimum of 6 and a maximum of 8 Representatives from the CCIN's Full Membership
- (b) 1 Representative from the Accountable Body<sup>1</sup>
- (c) 1 Representative of the Associate Membership

<sup>1</sup> The Accountable Body oversees the CCIN's budget, legal structure and procurement requirements.

(d) 1 Representative of the Affiliate Membership

(e) 1 Representative of the Values and Principles Board

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The purpose of the EOC is set out in Annex 2 to this Constitution

## 10.2 Chairs, Vice-Chairs, terms of appointment, voting, quorum and attendance at EOC

(a) The Chair

(i) must be an elected Leader or Mayor from a Full Member Council.

(ii) will serve a maximum of 3 consecutive terms of office, with each term of office totalling 2 years.

(b) Representatives for Full Members on the EOC are for Leaders and Portfolio Holders<sup>iii</sup>, though this may be varied at the absolute discretion of the Chair of EOC.

(c) The Vice-Chair

(i) must be an elected Portfolio Holder from a Full Member Council.

(ii) will have a maximum of 3 consecutive terms of office, with each term of office totalling 2 years.

(d) There is no limit to the terms of office for other members of the EOC.

(e) Appointments are personal:

(i) voting responsibility cannot be delegated and no proxy voting is permitted; and

(ii) cannot be passed to a successor (for example, through change of portfolio, change of political control, or loss of seat).

(f) If the Chair is unable to attend a meeting the Vice Chair will conduct the business as set out in the meeting agenda. If neither the Chair nor Vice Chair are able to attend a meeting, the meeting will be automatically rearranged.

(g) Members of the EOC will seek to reach a consensus on any issue presented to it; decisions of the members of the EOC may be taken at a general meeting.

(h) Should it be necessary to determine an issue by way of a vote, then voting will be conducted on the basis of a show of hands and motions carried by way of simple majority.

(i) Members of EOC are entitled to bring such council officer support to meetings as is reasonably required. Any individual attending in support is unable to vote on any item of business.

(j) If a Member of EOC misses two meetings without valid reason (as approved by EOC), that Member will cease to be a Representative on the EOC, be ineligible to seek election in any immediate election following their removal and a replacement Representative will be sought from the eligible Full Member Council, Affiliate Membership, or Associate Membership (as appropriate) by way of election.

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(k) The cost of travel and attendance at meetings is to be met by the member organisation.

(l) The quorum for the EOC is 50% of voting representatives plus one.

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### 10.3 Elections to EOC

(a) Full Member Representatives (up to 8 Representatives)

(i) Nominations for Full Member Representatives:

(A) are sought from Leaders and Portfolio Holders at Full Member Councils

(B) must have (and provide evidence of) their Full Member Council Leaders approval for nomination (whether self-nominated or nominated by political group).

(C) Chair and Vice Chair roles are self-nominated; an election will be held if more than one nomination is received

(ii) The electorate for Full Member Representatives is the Leaders of each of the Full Member Councils or their nominated representative (such nominations to be made in writing and sent to the Accountable Body).

(b) Associate Member Representative (1 Representative)

(i) Nominations for Associate Member Representatives

(A) are sought from Leaders, Chairs, or Group Leaders of Associate Members;

(B) must have (and provide evidence of) their Associate Members Leaders approval for nomination (whether self-nominated or nominated by political group).

(ii) The electorate for Associate Member Representatives: the Leader, Chair, Group Leader of the Associate Member or their nominated representative, (such nominations to be made in writing and sent to the Accountable Body).

(c) Affiliate Member Representative (1 Representative)

(i) Nominations for Affiliate Representatives are sought from Affiliate Members and any candidate Representative (whether or not self-nominating) must have the approval of the Affiliate Organisation.

(ii) The electorate for Affiliate Members Representatives: the nominated Lead representatives of each Affiliate organisation, (such nominations to be made in writing and sent to the Accountable Body).

10.4 Any member removed under clause 10.2 (j) will be ineligible to run for elections or be reappointed in the immediate period following their removal from EOC Board.

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## 11. General meetings of the EOC

### 11.1 General Meeting

All general meetings must be held in accordance with the following provisions.

### 11.2 Calling general meetings

- (a) The EOC may call a general meeting of members of the EOC at anytime.
- (b) The EOC must, within 21 days, call a general meeting of the members of the EOC if:
  - (i) they receive a request to do so from at least 25% of the Full Members of the CCIN; and
  - (ii) the request states the general nature of the business to be dealt with at the meeting and is authenticated by the members making the request.
- (c) Any such request may include particulars of a resolution that may properly be proposed, and is intended to be proposed, at the meeting.
- (d) A resolution may only properly be proposed if it is lawful, and is not defamatory, frivolous or vexatious.
- (e) Any general meeting called by the EOC at the request of the members of the CCIN must be held within 28 days from the date on which it is called.
- (f) If the EOC fail to comply with this obligation to call a general meeting at the request of its members, then the members who requested the meeting may themselves call a general meeting.
- (g) A general meeting called in this way must be held not more than 3 months after the date when the members first requested the meeting.

### 11.3 Notice of general meetings

- (a) The EOC, or, as the case may be, the relevant members of the CCIN, must give at least 10 clear days notice of any general meeting to all of the members.
- (b) The notice of any general meeting must:
  - (i) state the time and date of the meeting;
  - (ii) give the address at which the meeting is to take place.
  - (iii) give particulars of any resolution which is to be moved at the meeting, and of the general nature of any other business to be dealt with at the meeting; and
  - (iv) if a proposal to alter the constitution of the CCIN is to be considered at the meeting, include the text of the proposed alteration.
  - (v) \_\_\_\_\_

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**Deleted:** General meetings of the members of the CCIN (EOC or V&P) may be held at any time.¶

**Deleted:** The EOC:

**Deleted:** <#>must call the annual general meeting of the members of the EOC in accordance with clause 10.1, and identify it as such in the notice of the meeting; and¶ may call any other general meeting of the members of the EOC at any time.¶

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**Deleted:** place;

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**Deleted:** include, with the notice for the AGM, the annual statement of accounts.

- (c) The proceedings of a meeting shall not be invalidated because a member who was entitled to receive notice of the meeting did not receive it because of accidental omission by the CCIN.

#### 11.4 Quorum at general meetings

- (a) No business may be transacted at any general meeting of the members of the EOC unless a quorum is present when the meeting starts.
- (b) If the meeting has been called by or at the request of the members and a quorum is not present within 15 minutes of the starting time specified in the notice of the meeting, the meeting is closed.
- (c) If the meeting has been called in any other way and a quorum is not present within 15 minutes of the starting time specified in the notice of the meeting, the chair must adjourn the meeting. The date, time and place at which the meeting will resume must be notified to the CCIN's members at least seven clear days before the date on which it will resume.
- (d) If a quorum is not present within 15 minutes of the start time of the adjourned meeting, the member or members present at the meeting constitute a quorum.
- (e) If at any time during the meeting a quorum ceases to be present, the meeting may discuss issues and make recommendations to the EOC but may not make any decisions. If decisions are required which must be made by a meeting of the members, the meeting must be adjourned.

#### 11.5 Adjournment of meetings

The chair may with the consent of a meeting at which a quorum is present (and shall if so, directed by the meeting) adjourn the meeting to another time and/or place. No business may be transacted at an adjourned meeting except business which could properly have been transacted at the original meeting.

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### 12. Values and Principles Board

#### 12.1 V&P consists of

- (a) 5 Full Member Representatives
- (b) 5 Associate Member Representatives
- (c) 3 Affiliate Member Representatives
- (d) 5 Cooperative sector Representatives
- (e) 1 Trade Union Representative

The purpose of the V&P is set out in Annex 3 to this Constitution.

#### 12.2 Chairs, Vice-Chairs, terms of appointment, voting, quorum and attendance at V&P

- (a) The Chair
  - (i) May only be from a Full Member Council. must be an elected Portfolio Holder from a Full Member Council
  - (ii) will have a maximum of 3 consecutive terms of office, with each term of office totalling 2 years.
- (b) Vice Chairs
  - (i) Three Vice Chairs will be appointed to V&P:
    - (A) one from a Full Member Council,
    - (B) one from an Associate Member,
    - (C) one from an Affiliate Member.
  - (ii) will have a maximum of 3 consecutive terms of office, with each term of office totalling 2 years.
- (c) There is no limit to the terms of office for other members of the V&P.
- (d) If a Representative leaves their respective organisation, a replacement Representative will be sought from the eligible Full Member Council, Affiliate Membership, or Associate Membership (as appropriate) by way of election.
- (e) Appointments are personal:
  - (i) voting responsibility cannot be delegated and no proxy voting is permitted; and
  - (ii) cannot be passed to a successor (for example, through change of portfolio, change of political control, or loss of seat).
- (f) Members of V&P are entitled to bring such support to meetings as is reasonably required. Any individual attending in support is unable to vote on any item of business.
- (g) If a Member of V&P misses more than two meetings without valid reason (as approved by V&P), that Member will cease to be a Representative on the V&P, be ineligible to seek election in any immediate election following there and a replacement Representative will be sought from the eligible Full Member Council, Affiliate Membership, or Associate Membership (as appropriate) by way of election.
- (h) Members of the V&P will seek to reach a consensus on any issue presented to it; decisions of the members of the V&P may be taken at a general meeting.
- (i) Should it be necessary to determine an issue by way of a vote, then voting will be conducted on the basis of a show of hands and motions carried by way of simple majority.
- (j) Cost of travel and attendance at meetings is to be met by member organisation.
- (k) The quorum for the V&P is 50% of the voting representatives plus one.

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### 12.3 Elections to V&P

#### (a) Full Member Representatives (5 Representatives)

##### (i) Nominations for Full Member Representatives:

- (A) are sought from Leaders, Portfolio Holders and Cooperative leads at Full Member Councils
- (B) must have (and provide evidence of) their Leaders/Mayors approval for nomination (whether self-nominated or nominated by political group).
- (C) Vice Chair roles are self-nominated; an election will be held if more than one nomination is received and is subject to formal ratification by the EOC.

- ##### (ii) The electorate for Full Member Representatives is the Leaders of each of the Full Member Councils or their nominated representative (such nominations to be made in writing and sent to the Accountable Body).

#### (b) Associate Member Representatives (5 Representatives)

##### (i) Nominations for Associate Member Representatives

- (A) are sought from Leaders, Chairs, or Group Leaders of Associate Members;
- (B) must have (and provide evidence of) their Associate Members Leaders approval for nomination (whether self-nominated or nominated by apolitical group).
- (C) Vice Chair roles are self-nominated; an election will be held if more than one nomination is received and is subject to formal ratification by the EOC.

- ##### (ii) The electorate for Associate Member Representatives: the Leader, Chair, Group Leader of the Associate Member or their nominated representative, (such nominations to be made in writing and sent to the Accountable Body).

### 12.4 Affiliate Member Representatives (3 Representatives)

#### (i) Nominations for Affiliate Representatives

- (A) are sought from Affiliate Members and any candidate Representative (whether or not self-nominating) must have the approval of the Affiliate Organisation.
- (B) Vice Chair roles are self-nominated; an election will be held if more than one nomination is received and is subject to formal ratification by the EOC.

- (ii) The electorate for Affiliate Members Representatives: the nominated Lead representatives of each Affiliate organisation, (such nominations to be made in writing and sent to the Accountable Body).

12.5 Cooperative Sector Representatives (5 Representatives) as nominated in writing to the Accountable Body by:

- (a) Cooperatives UK (1 Representative)
- (b) The Cooperative News (1 Representative)
- (c) The Cooperative Party (1 Representative)
- (d) The Cooperative Heritage Trust (1 Representative)
- (e) Worker Co-op Sector (1 Representative)

12.6 Trade Union Representatives (1 Representative) as nominated in writing to the Accountable Body.

12.7 Any member removed under clause 12.2 (g) will be ineligible to run for elections or be reappointed in the immediate period following their removal from V&P Board.

### 13. General meetings of the V&P

13.1 All general meetings of the V&P must be held in accordance with the following provisions.

13.2 Calling general meetings

- (a) The V&P may call any other general meeting of the members of the V&P at any time.
- (b) The V&P must, within 21 days, call a general meeting of the members of the V&P if:
  - (i) they receive a request to do so from at least 25% of the members of the CCIN; and
  - (ii) the request states the general nature of the business to be dealt with at the meeting and is authenticated by the member(s) making the request.
- (c) Any such request may include particulars of a resolution that may properly be proposed, and is intended to be proposed, at the meeting.
- (d) A resolution may only properly be proposed if it is lawful, and is not defamatory, frivolous or vexatious.
- (e) Any general meeting called by the V&P at the request of the members of the CCIN must be held within 28 days from the date on which it is called.
- (f) If the V&P fail to comply with this obligation to call a general meeting at the request of its members, then the members who requested the meeting may themselves call a general meeting.

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- (g) A general meeting called in this way must be held not more than 3 months after the date when the members first requested the meeting.

### 13.3 Notice of general meetings

- (a) The V&P, or, as the case may be, the relevant members of the CCIN, must give at least 10 clear days notice of any general meeting to all of the members.
- (b) The notice of any general meeting must:
  - (i) state the time and date of the meeting;
  - (ii) give the address at which the meeting is to take place;
  - (iii) give particulars of any resolution which is to be moved at the meeting, and of the general nature of any other business to be dealt with at the meeting; and
- (c) The proceedings of a meeting shall not be invalidated because a member who was entitled to receive notice of the meeting did not receive it because of accidental omission by the CCIN.

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### 13.4 Quorum at general meetings

- (a) No business may be transacted at any general meeting of the members of the V&P unless a quorum is present when the meeting starts.
- (b) If the meeting has been called by or at the request of the members and a quorum is not present within 15 minutes of the starting time specified in the notice of the meeting, the meeting is closed.
- (c) If the meeting has been called in any other way and a quorum is not present within 15 minutes of the starting time specified in the notice of the meeting, the chair must adjourn the meeting. The date, time and place at which the meeting will resume must be notified to the CCIN's members at least seven clear days before the date on which it will resume.
- (d) If a quorum is not present within 15 minutes of the start time of the adjourned meeting, the member or members present at the meeting constitute a quorum.
- (e) If at any time during the meeting a quorum ceases to be present, the meeting may discuss issues and make recommendations to the EOC but may not make any decisions. If decisions are required which must be made by a meeting of the members, the meeting must be adjourned.

### 13.5 Adjournment of meetings

The chair may with the consent of a meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the meeting to another time and/or place. No business may be transacted at an adjourned meeting except business which could properly have been transacted at the original meeting.

## 14. Conflicts of interest and conflicts of loyalty

14.1 A Member Representative must:

- (a) Declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the CCIN or in any transaction or arrangement entered into by the CCIN which has not previously been declared.
- (b) Absent himself or herself from any discussions of the EOC or V&P in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the CCIN and any personal interest (including but not limited to any financial interest).
- (c) A register of interests will be maintained for members of the EOC & V&P Boards.

14.2 Any Representative absenting himself or herself from any discussions in accordance with clause 14.1 must not vote or be counted as part of the quorum in any decision of the EOC or V&P as appropriate on the matter.

## 15. Finance & Reporting

15.1 The EOC sets the budget framework on a 1-year cycle, oversees the Network budget, allocates spend, and signs off annual accounts. In carrying out these functions, the EOC shall be supported by the Finance & General Purpose Group, which is established to provide enhanced scrutiny and advice on matters of finance and governance, as set out in the Annexes to this Constitution. A summary of accounts and key metrics shall be published to members annually.

## 16. Amendment of the Constitution

### 16.1 Power to Amend

This constitution may be amended by resolution of the members of the CCIN at an Annual General Meeting or general meeting convened for that purpose.

### 16.2 Notice of Amendments

Any proposal to amend this constitution must:

- a. Be circulated to all members in writing at least 14 days before the meeting at which it is to be considered; and
- b. Include the full text of the proposed amendment.

### 16.3 Voting Threshold

An amendment to this Constitution requires:

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- a. Quorum to be present in accordance with this Constitution; and
- b. The approval of not less than two-thirds (66%) of the votes cast by Full Members present and voting.

## **17. Dissolution**

### 17.1 Decision to Dissolve

The Cooperative Councils Innovation Network may be dissolved only by a resolution passed at an Annual General Meeting or a general meeting convened by specifically for that purpose.

Notice of the proposed dissolution must be given to all members at least 28 clear days in advance and must include details of the proposed arrangements for winding up.

### 17.2 Voting Threshold

A resolution to dissolve CCIN shall require that approval of not less than two-thirds (66%) of the votes cast by Full Members present and voting.

### 17.3 Distribution of Assets

In the event of dissolution, any assets remaining after the satisfaction of debts and liabilities shall not be distributed among members but shall be transferred to one of more organisations with objectives aligned to cooperative values and local government innovation, as determined by the Executive Oversight Committee and approved by the members at the dissolution meeting.

## **18. Conduct & Complaints**

Members must comply with the CCIN Code of Conduct. Complaints regarding member behaviour or activities that may impact CCIN's reputation are considered by the EOC, with input from the V&P where values and principles are engaged. CCIN is not an appeals process for local decisions; only matters directly relating to Network activities will be investigated.

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## **19. Data Protection and Information Handling**

The Cooperative Councils' Innovation Network shall process personal data fairly, lawfully and transparently, in accordance with applicable data protection legislation, including the UK General Data Protection Regulation and the Data Protection Act 2018.

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Personal data shall be collected and processed only for legitimate purposes connected to the administration, governance, and activities of the Network, including membership management, meetings, elections, communications, and financial administration.

The Executive Oversight Committee shall ensure that appropriate technical and organisational measures are in place to protect personal data against unauthorised access, loss, misuse or disclosure.

Personal data shall not be retained for longer than is necessary for the purposes for which it was collected and shall be securely disposed of when no longer required.

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The Accountable Body shall be responsible for overseeing compliance with data protection obligations on behalf of the Network, including the handling of subject access requests and data breaches.

Further details on how personal data is processed and individuals' rights in relation to their data shall be set out in a Data Protection Policy approved by the Executive Oversight Committee.

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**Annex 1**

Members as of 31 July 2025

**CCIN Full Members**



**CCIN Associate Members**

**Associate Member**  
Cooperative Councils'  
Innovation Network



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**Affiliate Member**  
Cooperative Councils'  
Innovation Network



**Associate Member**  
Cooperative Councils'  
Innovation Network



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**Annex 2**

**Purpose and terms of reference of the Executive Oversight Committee (EOC)**

**The Purpose of the Executive Oversight Committee**

The purpose of the Executive Oversight Committee (EOC) is to provide strategic leadership, governance, and oversight on behalf of Network members. Its terms of reference are to:

- (a) Drive forward Cooperative Policy Development on behalf of network members.
- (b) Oversee the day-to-day running of the Network.
- (c) Set the budget framework on a 1 year cycle
- (d) Make key decisions on Network priorities, for example, setting the scope of Policy Labs and Policy Prototypes.
- (e) Determine whether projects should be supported or not, based on the Value and Principles Board (V&P's) recommendations, or return an proposed project to V&P for further consideration.
- (f) Oversee the development, review, approval and implementation of the CCIN's strategic direction.
- (g) Raise the CCIN's profile, develop its influence and strengthening its policy impact.
- (h) Oversee the Network budget, allocating and approving spend, including signing off the CCIN's annual accounts.
- (i) Ensure that the Values and Principles Board is resourced and supported to carry out its functions.
- (j) Manage and safeguard the Network's reputation, giving consideration to issues, including Member behaviour, which may impact on the reputation of the CCIN.
- (k) The terms of reference for the EOC will be reviewed every 2 years by a sub-group of the EOC and make recommendations to EOC.

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The purpose / terms of reference of the EOC is to:

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### Annex 3

#### **Purpose / terms of reference of the Values and Principles Board (V&P).**

##### **Purpose of the Values and Principles Board**

The Values and Principles Board (V&P Board), reporting to the Executive Oversight Committee (EOC), has overall responsibility for Values and Principles oversight within the Cooperative Councils' Innovation Network (CCIN). The Board exists to safeguard and promote cooperative values and principles, providing advice and scrutiny to ensure that the Network's activities, membership and relationships are consistent with the agreed Values and Principles Statement, and to encourage informed debate about their application in practice.

##### **Its terms of reference are to:**

- (i) Making any necessary changes to the *Values and Principles Statement* arising out of changes made by the International Cooperative Alliance for ratification at the Annual General Meeting.
- (ii) Proposing other changes to the Values and Principles Statement or these Terms of Reference as it sees fit to the Annual General Meeting for approval.
- (iii) Scrutinising the activity of the Executive Oversight Committee to ensure that the Values and Principles statements are being upheld.
- (iv) Maintaining coherence of the work and approach of Cooperative Councils Innovation Network and its members from the perspective of the Values and Principles Statement.
- (v) Building and maintaining links between the Cooperative Councils' Innovation Network, the wider Cooperative movement and trade unions.
- (vi) Encourage and facilitating active debate about what the CCIN's values and principles look like in practice using insights gained from the work of the Cooperative Councils' Innovation Network and its membership.
- (vii) Raising concerns with the Cooperative Councils' Innovation Network Executive Oversight Committee, if and when they arise, about any activities being developed under the Cooperative Councils' Innovation Network banner if it is considered that they might bring into question the agreed Values and Principles Statement.
  - (A) Before any matter is brought to the attention of the Executive Oversight Committee the V&P Board should ensure that the matter is not one that should be investigated elsewhere.
  - (B) The CCIN is not an Appeals process for investigating local decisions. Only matters that directly relate to the work of the Network should be considered for investigation, and this should involve two or three members of the V&P Board.
- (viii) Raising concerns with the Cooperative Councils' Innovation Network Executive Oversight Committee, if and when they arise, about any activity being undertaken by a member that

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overall responsibility for Values and Principles oversight within the Cooperative Councils' Innovation Network. It is tasked with:

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could be deemed to be in contravention of the agreed Values and Principles Statement and might damage the integrity or reputation of the Cooperative Councils' Innovation Network. Before raising any matter with the EOC, the V&P Board must ensure that:

- (A) The issue is not more appropriately addressed through another existing process or body.
- (B) The CCIN is not an Appeals process for investigating local decisions. Only matters that directly relate to the work or reputation of the Network should be considered for investigation, and this should involve two or three members of the V&P Board.

jx. The Values & Principles Board have oversight of projects and makes recommendations to the EOC.

#### Frequency of Meetings

The Values & Principles Board will meet a minimum of twice a year with meetings scheduled in advance of meetings of the Executive Oversight Committee to enable timely reporting.

Additional meetings may be convened as agreed by the Chair and Vice Chairs, where required to undertake its work or address urgent matters, or specific requests from the EOC.

#### Review of the Terms of Reference

The terms of reference for the V&P will be reviewed every 2 years by a sub-group of EOC and V&P and make recommendations to EOC.

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when necessary either online or physical meeting to undertake its work as agreed by the Chair and Vice-Chairs.¶

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## Annex 4

### Purpose/terms of reference for the Finance & General Purpose Group (FGPG)

#### Purpose of the Group

The purpose of the FGPG Group is to provide assurance and advice to the Executive Oversight Committee on the long-term financial sustainability, legal compliance, and governance arrangements of the CCIN. Nothing in these terms of reference prevents the EOC from addressing a matter that this Group might otherwise address.

This is achieved through effective oversight and scrutiny of:

- the Network's financial management.
- compliance with relevant legal and regulatory requirements; and
- adherence to agreed internal Network policies and procedures.

#### Key Responsibilities

1. To support the Accountable Body in in developing and maintaining effective financial systems and processes that meet the operational and governance needs of the Network.
2. To maintain oversight of the CCIN's financial plans, highlighting risks and opportunities to the EOC.
3. Making decisions and recommendations to assure long-term financial sustainability, including maintaining an overview of income against expected expenditure.
4. To review and recommend the annual budget to the EOC.
5. To support the Accountable Body in maintaining an accurate and up-to-date Cashbook of income and expenditure.
6. To support the Accountable Body in preparing the Annual Accounts and Financial statements, making recommendations to the EOC prior to approval.
7. To provide insight and advice on key financial and governance risks, including appropriate mitigations and controls.
8. To maintain oversight and scrutiny of legal compliance, including consideration of relevant legislation, contractual obligations, and statutory requirements affecting the Network.
9. To maintain oversight and scrutiny of Internal Network policies and procedures, ensuring they remain fit for purpose, up to date and are being applied consistently.
10. To take any other such decisions and responsibilities as may be agreed by the EOC from time to time.

#### 20. Group Members

The group will consist of at least five people, including the Chair and Accountable Body Lead with a quorum of 4 plus the Accountable Body Officer Lead.

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The Chair of the group will be the Vice Chair of the EOC, with a vice chair to be elected from among the group members.

#### **Frequency of Meetings**

The FGPG shall meet a minimum of four times per year, with meetings scheduled in advance of meetings of the Executive Oversight Committee to enable timely reporting and assurance.

Additional meetings may be convened at the discretion of the Chair, where required to undertake its work or address urgent matters, emerging risks, or specific requests from the EOC.

#### **Review of the Terms of Reference**

These Terms of Reference shall be reviewed periodically, every two years, or earlier if required to reflect changes in:

- the role or responsibilities of the Group.
- the governance arrangements of the CCIN; or
- relevant legal, financial, or regulatory requirements.

Any proposed amendments shall be submitted to the Executive Oversight Committee for consideration and approval.

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<sup>i</sup> As defined in the Local Government (Committees and Political Groups) Regulations 1990

<sup>ii</sup> As defined in the Local Government (Committees and Political Groups) Regulations 1990

<sup>iii</sup> As defined in Part 1A Local Government Act 2000