WINSFORD YOUTH AND COMMUNITY FORUM

CONSTITUTION

1. Name

The forum shall be known as Winsford Youth & Community Forum Ltd (hereinafter called “The Forum”)

2. Administration

Subject to the matters set out below the forum and its property shall be administered and managed in accordance with this constitution by the members of the Board of Trustees constituted by clause 7 of this constitution.

3. Objects

The Forums objects (“the objects”) are

A) Winsford Youth And Community Form is working with and on behalf of children, young people and adults throughout Winsford and the surronding area, by providing activities, projects, facilities and services for all, regardless of age to assist them via community interaction,involvement and development by working in partnership with other organisations and agencies.

B) To promote and organise co-operation in the achievement of the above purposes and to that end bring together in Council representatives of the voluntary organisations and statutory Authorities within the area of benefit;

Provided that in carrying out these charitable purposes, the Forum will seek to challenge all forms of oppression and inequality and to give priority to working with young people whose full participation in society is limited by economic, political and social disadvantage.

4. Powers

In the furtherance of the above purposes, but not otherwise, the Forum shall have power to:

A) raise funds and to invite and receive contributions provided that in raising funds the Board of Trustees shall not undertake any permanent trading activities and shall conform to any relevant requirements of the law.

B) Take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use;

C) Subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Forum;

D) Subject to any consents required by law borrow money and to charge all or any part of the property of the Forum with repayment of the money so borrowed;

E) To employ such staff as necessary (including Trustees and such other payments with the prior consent of the Charity Commission) for the pursuit of the objects.

F) To cooperate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them.

G) To establish or support any charitable trusts, associations or institutions formed for all or any of the objects;

H) To appoint and constitute such advisory committees as the Board of Trustees may think fit;

i) To do all such other lawful things as are necessary for the achievement of the objects;

5. Membership of the Forum

a) The members of the Forum shall be the representatives of those Voluntary Organisations and Statutory Authorities operating in the area of benefit and pursuing any of the said purposes and such other persons as are referred to in Clauses 5(D) and 5(E) below who are invited from time to time by the Forum to become members.

In the event of any such individual person resigning or otherwise leaving the said organisation or Authority (as the case may be) he/ she shall immediately cease to be the representative of that Organisation or Authority.

B) Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of the Forum; and may appoint an alternate to replace its appointed representative at any meeting of the Forum if the appointed representative is unable to attend.

C) Each Member organisation shall notify the name of the representative appointed by it and of any alternate to the secretary.

D) The Forum may from time to time invite any person holding office within the area of benefit to become ex-officio member of the Forum provided always that such person shall on leaving office cease to be a member.

E) The Forum may co-opt persons having special knowledge or experience and for such period as they shall determine provided always that the number of co-opted members shall not exceed at any one time one fourth of the representative members of the Forum.

F) Every Member of the Forum shall have one vote.

G) The Forum may invite any person to attend its meeting as an observer but without power to vote.

H) The Board of Trustees hereinafter mentioned shall have the right for good and sufficient reason to terminate the membership of (1) any voluntary organisations or Statutory Authority or (2) any person being a member by virtue of sub- clauses (D) and (E) of this clause provided that the individual person or persons representing such organisations or Authority (as the case may be) and the persons or persons being members by virtue of sub- clauses (D) and (E) hereof shall have the right to be heard by the said Board before a final decision is made.

I) The first members of the Forum shall be those indicated by the Schedule.

6. Honorary Officers

A) At the Annual General Meeting of the Forum, the members shall elect from amongst themselves a Chairperson, Vice- Chair Person, Secretary and Treasure.

B) The Chairperson and Honorary Officers shall hold office until the end of the Annual General Meeting next after their election. The Chairperson shall not hold Office for more than 3 consecutive years. Other Honorary Officers shall not hold office for more than six consecutive years.

C) The Chairperson and Honorary Officers shall be ex-Officio members of the Board of Trustees established by Clause 7 of this constitution and of any other committee.

D) The Forum shall appoint a qualified Auditor and may determine their remuneration (if any) at the Annual General Meeting.

E) Nomination from members of the Forum for Honorary Officers must be in writing and must be in the hands of the Secretary at least fourteen days before the Annual Meeting. Should nominations exceed vacancies, election shall be by ballot. The Board may fill any casual vacancy occurring in the Offices of honorary Officers elected by the Forum, and may, subject to any conditions imposed by the Forum, appoint any other Honorary Officers, but all such appointments shall be subject to confirmation by the Forum at its next meeting.

7. Board Of Trustees

A) Subject to any conditions imposed from time to time by the Forum and as hereinafter mentioned, the policy and general management of the affairs of the Forum shall be directed by a Board of Trustees (hereinafter called “the Board”) whose membership shall comprises the following

1) Ex- Officio the honorary Officers of the Forum in accordance with Clause 6 (c)

2) Not more than five elected ordinary members of the Board

B) The first member of the Board shall be the honorary officers and those elected at the first Annual Meeting of the Forum and in accordance with Clause 11 hereof, and subsequent Boards at subsequent AGM’s likewise, subject to sub – clause (e) hereof.

C) In addition to the members so elected and to those serving in accordance with clause 6 (c) hereof the Chair of the Finance Committee hereinafter mentioned and of any special and /or standing Board shall be ex-officio members of the Board.

D) In addition the Board shall have power to co-opt persons whether or not being members of the Forum to serve on the Board and subject as hereinafter provided for such period as the Board shall determine provided that the number of elected members serving on the Board at any one time.

E) Election (as opposed to co-option) to the Board shall be for three years. One third of the elected members of the Board shall retire annually but, subject to clause (1) of this clause, shall be eligible for re-election, the members so to retire being those who have been longest in office since their last election, but not reckoning ex-officio or co-opted members.

F) The Board shall meet not less than four times a year.

G) Every member of the Board shall have one vote subject to sub – clause (1)

H) Any casual vacancy on the Board may be filled up by the Board and any person appointed to fill such a casual vacancy shall hold office until the conclusion of the next Annual General Meeting of the Forum and shall be eligible for election at that meeting provided that the period before any such election shall not be taken into account when calculating a members six yearly term under sub- clause (1) of this clause.

I) The proceedings of the Board shall not be invalidated by any inability to appoint or any defect in the the appointment, election, co-option or qualification of any member thereof, (subject to presence of a quorum of members given in sub-clause 10 (c) hereof elected in accordance with the constitution).

J) The Board shall appoint such staff as shall in its opinion be necessary, including the secretary of the Board and shall determine his/her or their remuneration, duties and condition of service.

K) No representative or co-opted member of the Board shall serve for more than six consecutive years.

8. Determination of Membership of the Board of Trustee

A member of the Board of Trustees shall cease to hold office if he or she:

A) Is disqualified from acting as a member of the Board of Trustees by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision)

B) Becomes incapable of managing and administering his or her own affairs;

C) Is absent without the permission of the Board of Trustees from all of their meetings held within a period of six months and the Board of Directors resolve that his or her office be vacated.

D) Notifies to the Board of Trustees a wish to resign

E) Fails to declare an interest under the provision of Clause 9(a) hereof.

9. Board of Trustee members not to be personally interested

A) Subject to the provision of sub-clause (b) of this clause no member of the Board of Trustees shall acquire any interest in property belonging to the Forum or receive remuneration or be interested (other than a s a member of the Board of Trustees ) in any contract entered into by the Board of Directors.

B) Any member of the Board of Trustees for the time being who is a Solicitor, Accountant, or other person engaged in a profession may charge and be paid all the usual professional charges for business done by him or her or his firm when instructed by the other members of the Board of Trustees to act in a professional capacity on behalf of the Forum: provided that at no time shall a majority of the members of the Board of Trustees benefit under this provision and that a member of the Board of Trustees shall withdraw from any meeting at which his or her own instruction or remuneration, or that of his or her firm, is under discussion.

10. Meetings and proceedings of the Board of Trustees

A) The Board of Trustees shall hold at least four ordinary meetings each year. A special meeting may be cancelled at any time by the Chairperson or by any two members of the Board of Directors upon not less than four days notice being given to the other members of the Board of Directors of the matters to be discussed but if the matters include an appointment of a co-opted members then not less than 21 days notice must be given.

B) The Chairperson shall act as chair at meetings of the Board of Trustees. If the Chairperson is absent from any meeting, the members of the Board of Trustees present shall choose one of their number to be the chair of the meeting before any other business.

C) There shall be a quorum when at least one third of the number of voting members of the Board of Trustees for the time being, or three members of the Board of Trustees , whichever is the greater, are present at the meeting.

D) Every matter shall be determined by a majority of votes of the members of the Board of Trustees present and voting on the question but in the case of the equality of votes the chair of the meeting shall have a second or casting vote.

E) The Board of Trustees shall keep minutes, in books kept for the purpose, of proceedings at meeting of the Board of Directors and any sub- committee.

F) The Board of Trustees may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.

G) The Forum, or, failing the Forum, the Board of Trustees, may appoint a Finance Committee and such other Standing committees as may be deemed necessary and may determine their terms of reference, powers, duration and membership provided that:

1) The Finance committee shall consist only of persons who are representative members of the Forum by virtue of clause 5(a) and (b) hereof, but the other committees may include persons who are not members of the Forum: and

2) No committee appointed under this clause may be given power to co-opt more than one – fourth of its total membership.

3) All acts and proceedings of any such Standing Committees shall be fully and promptly reported tot he Board of Directors.

11. Annual General Meeting

A) There shall be an Annual General meeting of the Forum which shall be held in the Month of October in each year or as soon as practicable thereafter, subject to no meeting being more than 15 calendar months after the proceeding Annual meeting.

B) Every Annual General meeting shall be called by the Board of Trustees

The Secretary shall give at least 21 days notice and agenda of the Annual General meeting to all members of the Forum. All members of the Forum shall be entitled to attend and vote at that meeting.

C) Before any other business is transacted at the first Annual general meeting the persons present shall elect a Chair of the Meeting, who shall be the Chairperson of the Forum. The meeting will also elect other Honorary Officers. The Chairperson shall be the Chair of subsequent Annual General Meetings (in line with clause 6(b), but if he ort she is not present, before any other business is transacted, the person present shall appoint a Chair of the meeting.

D) The Board of Trustees shall present for consideration and approval to each annual general meeting the annual report and Audited Accounts of the Forum for the preceding year.

E) The Forum shall appoint the Auditors .

F) Nominations for election to the Board of Trustees must be made by members of the Forum in writing and must be in the hands of the Secretary of the Board of Directors at least 14 days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by secret ballot. Each member organisation shall have one vote. Two tellers shall be appointed, one of who shall be the Secretary of the Board.

12. General Meeting

The Board of Trustees may call a general meeting of the Forum at any time. The notice must state the business to be discussed.

13. Receipts and Expenditure

A) The Funds of the Forum, including all donations, contributions and bequests, shall be paid into an account or accounts operated by the Board of Trustees in the name of the Forum at such bank as the Board of Trustees shall from time to time decide. All cheques and other negotiable instruments drawn on the account above a certain figure to be determined from time to time by the Board must be signed by at least two unrelated members of the Board of Trustees, as designated by the Board.

B) The funds belonging to the Forum shall be applied only in furthering the objects.

14. Property

A) Subject to the provisions of sub- clause (b) of this clause, the Board of Directors shall cause the titles to:

1) All land held by or in trust for the Forum which is not vested in the Official Custodian for Charities; and

2) All investments held by or on behalf of the Forum.

To be vested wither in a corporation entitled to act as a custodian trustee or in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by the Board of Trustees at their pleasure and shall act in accordance with the lawful directions of the Board of Trustees, the holding trustees shall not be liable for the acts and defaults of its members.

B) If a corporation entitled to act As a custodian trustee has not been appointed to hold the property of the Forum, the Board of Trustees may permit any investments held by or in trust for the Forum to be held in the name of a clearing bank, trust corporation or any other stockholding company which is a member of the International Stock Exchange (or any subsidiary of any stock broking company) as nominee for the Board of Trustees, and may pay such a nominee reasonable and proper remuneration for acting as such.

15. Accounts

The Board of Trustees shall comply with their obligations under Charities Act 1992/93 (or any statutory re- enactment or modification of that act) with regard to :

A) The keeping of accounting records for the Forum

B) The preparation of annual statements of account for the Forum

C) The auditing or independent examination of the statement of account for the Forum: and

D) The transmission of the statements of account of the Forum to the Commissioners.

16. Annual Report

A) The Board of Trustees shall comply with their obligations under Charities Act 2011 (or any statutory re- enactment or modification of that act) with regard to the preparation of an annual report and its transmission to the Commissioners.

17. The Forum’ s year end Audit

A) The Forum shall run from April 1st to March 31st. Once at least in every year the accounts of the Forum shall be audited by the auditors appointed under clauses 4 and 11 hereof.

B) The Board of Trustees shall comply with their obligations under Charities Act 2011 (or any statutory re- enactment or modification of that act) with regard to the preparation of an annual return and its transmission to the Commissioners.

18. Dissolution

* *If the members resolve to dissolve the Charity the Trustees will remain in office as Charity Trustees and be responsible for winding up the affairs of the Charity in accordance with this clause.*
* *The Trustees must collect in all the assets of the Charity and must pay or make provision for all the liabilities of the Charity.*
* *The Trustees must apply an remaining property or money:*

*(a).Directly for the Objects;*

*(b). By transfer to any Charity of charities for purposes the same as or similar to the Charity;*

*(c).In such other manner as the Charity Commission for England and Wales (the commission) may approve in writing in advance.*

*4. The members may pass a resolution before or at the same time as the resolution to dissolve the Charity specifying the manner in which the Trustees are to apply the remaining property or assets of the Charity and the Trustees must comply with the resolution if it is consistent with paragraphs (a)-(c) inclusive in sub clause (3) above.*

*5. In no circumstances shall the net assets of the Charity be paid to or distributed among the members of the Charity (except to a member that is itself a Charity).*

*6. The Trustees must notify the Commission promptly that the Charity has been dissolved. If the Trustees are obliged to send the Charity’s accounts to the Commission for the accounting period which ended before its dissolution, they must send the Commission the Charity’s final accounts.*