

Kingswinford community association

Constitution

1. Name

The name of the association is Kingswinford Community Association (hereinafter called "the Association")

2. Administration

Subject to the matters set out below the Association and its property shall be administered and managed in accordance with this constitution by the members of the Management Committee, constituted by clause 7 of this constitution (the Management Committee")

3. Objects

The Associations objects ("the objects") are:

- A) To promote benefit of the inhabitants resident in Kingswinford and district (thereinafter called the "area of benefit") without distinction of sex, sexual orientation, disability, race or of political, religious or other opinions, by associating together the said inhabitants and the local authorities, voluntary and other organisations in a common effort to advance education and to provide facilities in the interests of social welfare for recreation and leisure-time occupation with the object of improving the conditions of life for the said inhabitants;
- B) To establish or secure the establishment of Community Centre (thereinafter called "the Centre") and to maintain and manage the same, or to co-operate with any Local Authority or Authorities in the maintenance and management, of such a Centre, in furtherance of these objects.
- C) The Association shall be non-party in politics and non-sectarian in religion. The area of benefit shall be Kingswinford and the neighbourhood together defined by the boundaries.
- D) Promote such other charitable purposes as may from time to time be determined.

4. Equal Opportunities

The Association will not discriminate on the grounds of sex, race (including colour, ethnic or national origin), sexual orientation, disability, gender reassignment, religious or political belief, pregnancy or maternity, marital status or age.

5. Powers

In furtherance of the objects but not otherwise the Management Committee may exercise the following powers:

- A) Power to raise funds and to invite and receive contributions provided that in raising funds the Management Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law.
- B) Power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use.

- C) Power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Association
- D) Power subject to any consent required by law to borrow money and charge all or any part of the property of the Association with repayment of the money so borrowed.
- E) Power to employ such staff (who shall not be members of the Management Committee) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their departments
- F) Power to on-operate 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) Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects
- H) Power to appoint and constitute such advisory committees as the Management Committee may think fit
- I) Power to do all such other lawful things as is necessary for the achievement of the objects.

6. Honorary Officers

- A) The annual general meeting shall elect Honorary Officers, namely, a Chairman, Secretary, a Treasurer and other such officers as it may from time to time determine.
- B) If the position of any officer remains vacant after the Annual General Meeting, at the first meeting of the Management Committee or at any subsequent meeting after the annual general meeting of the Association, the Management Committee shall elect from amongst themselves a chairman and /or a secretary and/or a treasurer, who shall hold office from the conclusion of that meeting.
- C) If an officer position is vacant or becomes vacant during the year the committee may appoint someone to the vacant position from amongst themselves.

7. Management Committee

The Management Committee shall consist of not less than 8 members and not more than 18 members being.

- A) the honorary officers specified in the preceding clause
- B) not less than 2 and not more than 16 members elected at the annual general meeting who shall hold office from the conclusion of that meeting

- C) nominated members appointed as follows:
Two representatives from the Local Borough Council
- D) The Management Committee may in addition appoint not more than 3 co-opted members but so that no one may appointed as a co-opted member may if, as a result, more than one third of the members of the Management Committee would be co-opted members. Each appointment of a co-opted member shall be made at a meeting of the Management Committee and shall take effect from the end of that meeting unless the appointment is to fill a place which has not then been vacated, in which case the appointment shall run from the date when the post becomes vacant
- E) All the members of the Management Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or re-appointed.
- F) The proceedings of the Management Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- G) Nobody shall be appointed as a member of the Management Committee who is aged under 18 years of who would if appointed be disqualified under the Provision of the following clause.
- H) No person shall be entitled to act as a member of the Management Committee whether on a first or on any subsequent entry into office until after signing a declaration of acceptance and of willingness to act in the trust of the Charity.

8. Determination of Membership of Management Committee

A member of the Management Committee shall cease so hold office if he or she:

- A) Is disqualified from acting as a member of the Management Committee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
- B) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs
- C) Is absent without the permission of the Management Committee from all their meetings held within a period of six months and the Management Committee resolve that his or her office be vacated
- D) Notifies to the Management Committee a wish to resign (but only if at least three members of the Management Committee will remain in office when the notice of resignation is to take effect)

9. Management Committee Members not to be personally interested

No member of the Management Committee shall acquire any interest in property belonging to the Association (otherwise than as a trustee for the Association) or receive remuneration or be interested (otherwise than as a member of the Management Committee) in any contract entered into by Management Committee

10. Meetings and proceedings of the Management Committee

- A) The Management Committee shall hold at least two ordinary meetings each year a special meeting may be called at any time by the chairman or by any two members of the Management Committee upon not less than 4 days' notice being given to the other members of the Management Committee of the matters to be discussed but if the matters include an appointment of a co-opted member then not less than 21 days' notice must be given.
- B) The chairman shall act as chairman at meetings of the Management Committee If the chairman is absent from any meeting, the members of the Management Committee present shall choose one of their number to be chairman of the meeting before any other business is transacted.
- C) There shall be a quorum when at least one third of the number of members of the Management Committee for the time being, or three members of the Management Committee, whichever is the greater are present at a meeting
- D) Every matter shall be determined by a majority of votes of the members of the Management Committee present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote
- E) The Management Committee shall keep minutes, in books kept for the purpose of the proceedings at meetings of the Management Committee and any sub-Management Committee
- F) The Management Committee 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 Management Committee may appoint one or more sub-committees consisting of two or more members of the Management Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Management Committee would be more conveniently undertaken or carried out by a sub-committee provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Management Committee

11. Receipts and Expenditure

- A) The funds of the Association, including all donations contributions and bequests, shall be paid into an account operated by the Management Committee in the name of the Association and such bank as the Management Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Management Committee.
- B) The funds belonging to the Association shall be applied only in furthering the objects

12. Property

Subec1 to the provisions of pub-clause (2) of this clause, the Management committee shall cause the title to:

- A) All land held by or in trust for the charity which is not vested in the Official Custodian for Charities
- B) All investments held by or on behalf of the charity. To be vested either in a corporation entitled to act as custodian trustee or in not less than three individuals appointed by them as holding trustees Holding trustees may be removed by the Management Committee at their pleasure and shall act in accordance with the lawful directions of the Management Committee. Provided they act only in accordance with the lawful directions of the Management Committee, the holding trustees shall not be liable for the acts and defaults of its members.
- C) If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the charity, the Management Committee may permit any investments held by or in trust for the charity, to be held in the name of clearing bank, trust corporation or any stockbroking company which is a member of the international Stock Exchange (or any subsidiary of any such Stock broking company) as nominee for the Management Committee, and may pay such a nominee reasonable and proper remuneration for acting as such

13. Accounts

The Management Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to

- A) The keeping of accounting records for the Association
- B) The preparation of annual statements of account of the Association
- C) The auditing or independent examination of the statements of account of the Association, and the transmission of the statements of account of the Association to the Commissioners

14. Annual Report

The Management Committee shall comply with their obligations under the Charities Act 1993 (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

15. Annual Return

The Management Committee shall comply with their obligations under the Charities Act 1993 (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

16. Annual General Meeting

- A) Once a year there shall be an annual general meeting of the Association
- B) Every annual general meeting shall be called by the Management Committee. The Secretary shall give at least 21 days' notice of the annual general meeting to the entire members of the association. All the members of the association shall be entitled to attend and vote at the meeting.
- C) The Management Committee shall present to each annual general meeting the report and accounts of the association for the preceding year
- D) Nominations for election to the Management Committee must be made by the members of the Association in writing and must be in the hands of the Secretary of the Management committee at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by ballot

17. Special General Meetings

The Management Committee may call a special general meeting of the association at any time if at least 10 member's request a meeting in writing stating the business to be considered the Secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

18. Procedure at General Meetings

- A) The Secretary or other person specially appointed by the Management Committee shall keep a full record of proceedings at every general meeting of the Association,
- B) There shall be a quorum when at least 50% members of the Association are present at any general meeting.
- C) All questions that arise at any meeting will be discussed openly and the meeting will seek to find general agreement that everyone present can agree to.

19. Notices

Any notice required to be served on any member of the Association shall be in writing and shall be served by the Secretary or the Management Committee on any member either personally or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 days of posting

20. Alterations to the Constitution

- A) Subject to the following provisions of this clause the Constitution may be altered by resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration
- B) No amendment may be made to clause 1 (the name of charity clause), clause 3 (the objects clause) clause 9 (Management Committee members not to be personally interested clause), clause 21 the dissolution cause) or this clause without prior consent in writing of the Commissioners
- C) No amendment may be made which would have the effect of making the Association cease to be a charity at law.
- D) The Management Committee should promptly send to the Commissioners a copy of any amendment made under this clause

21. Dissolution

If the Management Committee decides that it is necessary or advisable to dissolve the Association it shall call a meeting of all members of the Association, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by two thirds majority of those present and voting the Management Committee shall have power to realise any assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institutions or institutions having objects similar to the objects of the Association as the members of the Association may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the Association must be sent to the Commissioners.

This constitution was amended at the march 2023 AGM

Signed
Chairman