

**CONSTITUTION OF:
VICTORIA VILLAGE AND DISTRICT WELFARE HALL**

1. INTRODUCTION

a. Victoria Village and District Welfare Hall (hereinafter referred to as “the Association”) is a Registered Charity (Number 524375), managed and maintained by a Management Committee for the **benefit of residents of Victoria Village and, more broadly, those living within the County Borough of Torfaen (hereinafter referred to as “the area of benefit”)**.

2. OBJECTS – THE OBJECT OF THE ASSOCIATION SHALL BE: -

- a. To promote the benefits of the residents of Victoria Village and those living in the area of benefit without distinction of political, religious, or other opinions
- b. By associating the local authorities, voluntary organisations, and residents in a common effort to advance education and to provide facilities in the interest of social welfare for the recreational and leisure time activities with the object of improving the conditions of life for said inhabitants
- c. Support, as Members think fit, other local charities that provide a direct benefit to the inhabitants of the local environ.
- d. To establish or to secure the establishments of a community centre (hereinafter called ‘the centre’) and to maintain and manage or to co-operate with any local statutory in the maintenance and management of such a centre for the activities promoted by the association and its constituent bodies in the furtherance of the above objects.

3. MEMBERSHIP – COMMITTEE OF MANAGEMENT

Membership of the committee shall be of two kinds: -

- a. Individual members shall be full members
- b. Group members who shall be the constituents’ bodies and sections

3.1 Individual Membership

- c. Will be made up of Committee of Management –
 - i. all persons living in the area of benefit shall be full members and make up the management committee.
 - ii. Participate in activities of the Association or user groups.
 - iii. Who support the objects of the Association
 - iv. they may attend an AGM or SGM and speak on matters that may arise.
 - v. their role will follow the meaning as set out within Section 177 of the Charities Act 2011.
 - vi. they are all responsible for all elements of the Charity at all times; and
 - vii. they have full voting rights at all meetings

Committee Composition

- a The Committee of Management (the “Committee”) shall comprise not fewer than five (5) and no more than ten (10) members within the meaning of Section 177 of the Charities Act 2011 (“Members”).
- b The Board of Trustees shall, through natural attrition, be reduced to a maximum of ten (10) formal Trustees. No additional Trustees shall be appointed or elected except to maintain or restore the ten-member limit. This reduction shall be achieved progressively as vacancies occur, without the removal of any current Trustee prior to the completion of their term of office or voluntary resignation.
- c **The Committee will have the following officers, all of which must be Members and elected:**
 - a. Chair, Treasurer, Secretary
 - b. Chair, Treasurer, and Secretary shall each serve a term of three (3) years. At the end of their term, they must stand for re-election at the Annual General Meeting should they wish to continue in post.
 - c. Any Committee Member, who: is adjudged bankrupt.
 - d. makes a composition or arrangement with his/her creditors.
 - e. Is incapacitated from acting; or communicates in writing to the Committee a wish to resign, shall thereupon cease to be a Member.

3.2 Group Membership

- a. constituent bodies shall be the local statutory authorities and such voluntary organisations that operate in the area of benefit and satisfy the Committee that they are independent organisations or branches of independent, national, or other organisations.
- b. Sections shall be such groups and may, with the permission of the Committee, be formed within the Association among the individual members for the furtherance of a common activity.
- c. they may attend all meetings of the Committee of Management and speak on matters as they arise.
- d. they may vote at an AGM and/or SGM.
- e. they may vote on a Committee of Management Subcommittee.
- f. they may not hold a Committee of Management ‘Officer’ role.

- g. may assist the Members with any administrative, managerial, or skilled task associated with the operation of the Charity and its activities; and
- h. Shall not be required to attend meetings of the Committee of Management regularly or with any specific frequency

Each constituent body and section shall the right to appoint one representative to be a member of the Committee, this member to be appointed at the Annual General Meeting.

4. TERMINATION OF MEMBERSHIP

Members may terminate membership at will. A member may be removed from membership by a resolution of the Committee that it is in the best interests of the Charity 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 twenty-one days' notice in writing of the meeting of the Committee 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 the Charity has been allowed to make representations to the meeting.

5. ANNUAL GENERAL MEETINGS

- a. One in each year in the Month of August the committee shall convene an Annual General Meeting of the Association which all individual members and representatives of the constituent bodies and sections shall be entitled to attend
- b. All general meetings other than an AGM shall be called special general meetings.
- c. The Members may call a special general meeting at any time.
- d. The Members must call a special general meeting if requested to do so in writing by at least one third of the Associate Members. The request must state the nature of the business that is to be discussed. If the Members fail to hold the meeting within twenty-eight days of such request, the Associate Members may proceed to call a special general meeting but in doing so they must comply with the provisions of this constitution.
- e. Notice of a General Meeting is to be given to the public at least 14 days before the date of such meeting. The public notice must specify the date, time and place of the meeting and the general nature of the business transacted. If the meeting is to be an AGM, the notice must say so.
- f. The notice must be readily available to Members
- g. The Chairperson will preside over the AGM
- h. The accounts of the Association for the preceding year are to be presented to the AGM.
- i. Members are eligible to vote at an AGM or special general meeting.
- j. All inhabitants of the Abersychan Ward of eighteen years of age and upwards shall be entitled to attend the annual general meeting and any special general meetings,

but only current Trustees of more than three (3) months on the board are eligible to vote.

6. MEETINGS OF THE COMMITTEE

- a. In addition to any general meeting, the Committee is to hold no less than 6 ordinary meetings per year.
- b. A quorum for every meeting of the Committee is not less than one-third of the total number of Members.
- c. In the absence of both the Chairperson and Vice-Chairman (if such a role exists at any time) the Members present may choose one of their number to act as the Chairperson for the purpose of that meeting.
- d. Decisions are determined by a majority of votes cast by Members present at a meeting.
- e. The Chairperson shall hold a second or casting vote if required.
- f. A Minute Book and Books of Account are to be kept.

7. RULES

The Committee is empowered to:

- a. set the terms and conditions for use of the Hall and to set the charges (if any) for such use.
- b. appoint a Booking Clerk and other unpaid officers as considered necessary.
- c. engage and dismiss paid officers and servants of the Association as considered necessary.
- d. the Committee may accept donations or property for the direct or indirect support of the general purposes of the Association.
- e. The Association may make donations to other Charities, as the Members think fit, in line with Charity Commission guidelines at the time a donation is considered.

8. FINANCE

- a. All monies raised by or on behalf of the Association shall be applied to further the objects of the Association and for NO other purpose.
- b. The Honorary Treasurer shall keep accounts and of the finance of the Association.
- c. The Accounts shall be audited at least once a year by a qualified auditor(s) who shall be appointed at the AGM.
- d. An audited statement of accounts for the last financial year shall be submitted by the Committee to the AGM.

9. DISSOLUTION

- a. If the Members resolve to dissolve the Association, the Members will remain in office and be responsible for winding up the affairs of the Association in

accordance with this clause and in compliance with Charity Commission regulations.

- b. The Members must collect in all the assets of the Association and must pay or make provision for all its liabilities.
- c. The Members must apply any remaining property or money:
 - i. directly towards the Association objects.
 - ii. by transfer to any charity, charities, association, or associations for purposes the same or similar to the Association.
- d. The Members may pass a resolution before or at the same time as the resolution to dissolve the Association specifying the manner in which the Members are to apply the remaining property or assets of the Association and the Members must comply with the resolution provided it is consistent with clause 10.3 above.
- e. In no circumstances shall the net assets of the Association be paid to or distributed among the Members or Group Members of the Association (except to a Member or Group Member that it is itself a charity or association).

10. AMENDMENT OF CONSTITUTION

- a. The Association may amend any provision contained in this constitution provided that:
 - i. no amendment may be made that would affect the Association status as a registered charity.
 - ii. no amendment may be made to alter the objects if the change would undermine or work against the previous objects of the Association.
 - iii. any resolution to amend a provision of this constitution is passed by not less than two thirds of the Members.
 - iv. the vote must take place at either an AGM or Special General Meeting.
 - v. Any amendments made to this constitution must be recorded within the minutes of that meeting and the amendment attached to this constitution as an addendum.

This constitution was adopted as the Constitution of the **VICTORIA VILLAGE AND DISTRICT WELFARE HALL** at the **Annual General Meeting** duly convened on:

Date:

Signed:

Role:.....

Signed:

Role:.....

Signed:

Role:.....

Signed:

Role:.....