



MATCHMothers – Constitution

1. Name

The association's name is 'Mothers Apart from Their Children' with the acronym 'MATCH' (and in this document it is called the Charity).

2. Purpose / Objects

The primary purpose of the Charity (the Objects) is "the preservation and protection of good mental health of Mothers living apart from their children by the provision of information, advice and support". The operational aspects of the Charity will be managed and governed by this Constitution, along with any other documents that may be created and adopted from time to time, (some examples may include, membership pricing, dealing with the press, use of the Charity logo, guidelines for fundraising, use of social media etc).

3. Membership

I. Eligibility

- a) Full Membership is open to any mother who is living apart or has lived apart from her child/children.
- b) Associate membership is open to other interested persons and organisations approved by the Trustees but such associate members shall not be entitled to attend meetings.
- c) Honorary membership is open to other interested persons approved by the Trustees and invited to become members. Such honorary members will be permitted to attend meetings, but will not be permitted to vote on matters affecting the charity. As an example, partners of any Full Member may be able to hold Honorary membership.

II. Becoming a Member

Mothers meeting the Eligibility criteria shown above may apply for Full Membership by completing a paper application form or applying using the MATCH web site. Full Membership is granted by the Trustees after their approval and the receipt of the yearly membership fee prevailing at the time. Associate and Honorary membership application is available by completing a paper application form and the payment of the yearly prevailing membership fees.

All membership fees are due on the anniversary of the Member joining date for each type of membership.

Trustees have the right to refuse any type of membership application, however any refusal will be fully explained by the Trustees in writing.

III. Ceasing to be a Member

i. Termination by the Member



Any type of membership is terminated if:

- a) The Member dies, or if it is an organisation, ceases to exist.
- b) The Member resigns by written notice to the Charity unless, after the resignation, there would be less than two Members;
- c) Any sum due from the Member to the Charity is not paid in full within three months of it falling due.

ii. Termination by the Charity

Any type of Member may be removed from membership by a resolution of the Trustees that it is in the best interests of the Charity that the 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 Trustees 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.

4. Equal Opportunities

The charity is committed to implementing and promoting equal opportunities in its activities, services and practice. It realises that discrimination exists in society (whether protected by law or not) and believes that this prevents potential and ability from being realised.

The Trustees will ensure that the charity will not tolerate discrimination on the basis of: race, colour, gender, sexual orientation or identity, ethnic or national origin, disability, partnership status or home responsibility, HIV or AIDS status, age, political or religious belief, trade union activity, socio-economic background, refugee or asylum seeker status.

The Charity acknowledges that it exists entirely for the support of women, by other women. The Charity does not seek to be discriminatory by this aim and recognises that gender diversity in its approach is vital where needed.

5. Officers, Committee & Trustees

The Charity shall be governed, managed and administered by Trustees and a Committee (comprising the Officers and other Members) elected in accordance with this Constitution. The Committee and all operational aspects of the Charity will be governed by the Trustees, as defined below.

A Trustee must be a Member of the Charity, but not necessarily a Full Member.

The Trustees shall ensure that the Charity always has a minimum of 3 Trustees. New Trustees shall be elected by the current Trustees, existing Trustees may resign with 3 months written notice to the Charity. The Charity shall have 3 Trustees recorded at the Charity Commission at all times. These Trustees will take the legal responsibilities as defined and amended by the Charity Commission from time to time. These Trustees will be held fully liable for the legal responsibilities of the Charity at all



times. To provide some level of personal protection to these Trustees, the Charity may provide some insurance policy (at its cost) that may offer some protection to these Members.

All Committee Members must be Full Members of the Charity.

The Committee shall at all times contain the following Officers:

- A Chair
- A Secretary
- A Membership Secretary
- A Treasurer

All Committee Members must be re-elected at the Annual General Meeting of the Charity each year.

6. Roles & Responsibilities

i. Trustees

The Trustees will provide governance to the Charity operations and will ensure the Charity is continually focussed on achieving its Purpose and Objects in such a way that it does not bring the Charity or any of its members into disrepute. Generally the Trustees should not be operationally involved in the Committee activities and should provide a governing role, not a decision-making one.

Trustees, at all times, have a right of veto in any decisions of the Committee if the majority of the Trustees feel that the actions of the Committee will cause the Charity to breach any legal or regulatory rules, or breach any moral code of conduct or will attract the wrong kind of publicity for the Charity.

Where any conflict arises, the Charity Commission will be contacted by the Trustees for clarification.

ii. Committee

The Committee shall be comprised of a minimum of 8 Full Members. The Officers defined below will constitute 4 of these Members, all Committee Members shall be elected at an Annual General Meeting. A further 2 Full Members may be co-opted onto the Committee during its term, at the discretion of the Committee itself if there is a significant reason to do so.

iii. Officers

Chair

The Chair will chair all Charity meetings, unless a subcommittee is operating. The Chair will operationally run meetings, expressing totally impartial views and will only cast a vote at meetings where any voting does not provide a decision. The primary role will be to ensure fair process happens and meetings operate in accordance with this Constitution.

Secretary



The Secretary will provide all administrative support to the Charity, primary functions will include taking and distribution of meeting minutes, setting and communication of meeting agendas and logistical activities in booking and running venues for meetings.

Membership Secretary

The Membership Secretary will be responsible for all aspects of maintaining records relating to the Members of the Charity, as well as managing the process of membership renewals. The Membership Secretary must ensure personal data is stored and managed in accordance with legal legislation of the jurisdiction where it is held. Strict compliance to Member confidentiality and privacy will govern all aspects of data management.

Treasurer

The Treasurer will be responsible for maintaining full accounting records for all aspects of the financial activities of the Charity. The Treasurer shall also be responsible for filing all Charity associated data (financial or otherwise) to maintain compliance with the Charity Commission rules. The Treasurer will be responsible for collecting and managing membership fees.

7. Meetings

The Charity will hold a number of different meetings with different purposes, as follows:

I. Annual General Meetings

An Annual General Meeting (AGM) will be held within 15 months of the last AGM.

All Members will be notified in writing, or by email at least 3 weeks before the date of the AGM, providing the venue, date and time.

Nominations for any new Committee Members of the Charity may be made to the Secretary in writing no less than 48 hours before the start of the AGM.

Any proposals relating to the Charity should be made in writing to the Secretary no less than 7 days before the AGM.

The agenda for the AGM will have a minimum content of the following items:

- The Committee shall present a report on the work of the Charity since the last AGM.
- The Committee shall present the financial accounts of the Charity since the last AGM.
- The Officers and Committee shall be elected for the coming year.
- Any proposals from Members shall be discussed.

II. Special General Meetings

A Special General Meeting may be called at the request of the majority of the Committee, or at least 8 other Full Members submitting a written request to the Secretary, stating the reason for the requested meeting.

The Secretary shall call the meeting within 21 days of the request and shall notify all Charity Members in writing, or email, providing the venue, date and time within 2 weeks of the meeting.



III. Committee Meetings

The Committee shall meet face to face, or virtually, a minimum of four times in each calendar year.

Any Member of the Charity may attend any Committee meetings and may speak, but not vote on any matters.

The Committee may seek external advice from 3rd parties (people and or organisations) from time to time and such advisory assistance may be provided through attendance of non-Members at Committee meetings.

All Charity activities and business will be managed and approved by the Committee. Any Member activity not underwritten by the Committee is deemed to be the acts of the individual Member, not the act of the Charity.

Any Committee proposals that could have a material effect on the Charity operations, its Members, its public image, its financial status or any other aspect of significance must be ratified by the Trustees before being adopted by the Committee.

8. Operational Rules

I. Quorum

Any meeting of the Charity must not take place unless the following quorum criteria is met:

- A quorum for any decision making meeting (formal or informal) by the Trustees will be 80% of the
- Trustees.
- A quorum for the AGM will be 10% of the Members, or 10 Members (not including the Trustees
- and Officers), whichever is the greater number.
- A quorum for the Special General Meeting will be 10% of the Members, or 10 Members (not
- including the Trustees and Officers), whichever is the greater number.
- A quorum for a Committee Meeting shall be no less than 4 Committee Members, or 50% of the
- Committee Members, whichever is the greater number.

II. Voting

All questions that arise at any meetings of the Charity will be discussed openly and the meeting will seek to find general agreement that everyone present can agree to.

If a consensus cannot be reached, a vote will take place and a decision will be made by a simple majority of Full Members present. If the numbers of votes cast are equal, the Chair will have a casting vote.

III. Delegation

A Trustee may not appoint anyone to act on his or her behalf at meetings of the Trustees.



Full Members may delegate their voting rights to other Full Members in writing to ensure their views are expressed in Charity Meetings.

Committee Members may delegate their responsibilities to other Committee Members by prior arrangement with the other Committee Member.

Where the Chair is not available at any Charity meeting, an alternative must be found from the Committee. This person must then adhere to the role of the Chair.

Delegated responsibilities for other Members on the Committee may only happen for a maximum of 3 months, after that time it shall be assumed that the Committee Member has resigned their role.

IV. Minutes

All Charity meetings will have a documented outcome and will be filed by the Secretary.

Electronic copies of all meeting minutes from all Charity meetings will be available to view by any Full Member of the Charity when requested by a Full Member to the Secretary.

V. Resignations

Any Committee Member wishing to resign the post they hold must give 3 months written notice of their intentions to the Secretary or Chair.

VI. Conflict of Interest

Any Member of the Charity that has any conflict of interest in their personal situation, other charity activities or line of business with any of the activities of the Charity must declare it in writing to the Trustees. The Trustees shall have the right to decide on the outcome of any disclosure, which may include Termination of membership.

9. Disputes

If at any time any form of dispute takes place between Members, the Committee shall seek to provide arbitration and resolution. If this is not possible, the Trustees shall provide final judgement on any disputed matters. The decisions of the Trustees shall be final.

10. Finances

Any money raised by the Charity shall only be used to further the Purpose and Objects of the Charity.

All Members of the Charity shall seek to minimise any costs incurred in their charitable activities to ensure profits are maximised for the good of the Charity.

The financial integrity of the Charity is the responsibility of the Treasurer. Any banking activities will be fully managed by the Treasurer, with one other Committee Member acting as a secondary level of authorisation on any transactions. The Committee shall determine who shall provide a secondary level of authorisation, however the second Member may not be related to the Treasurer, or live in the same household.



11. Amendments to the Constitution

This Constitution can only be amended by a proposal at an Annual General Meeting, or a Special General Meeting.

Any proposal to amend this Constitution must be sent to the Secretary in writing in accordance with the details above.

Any proposal to change this Constitution will require a two thirds majority of Full Members.

12. Dissolution

The Charity may be dissolved by a proposal and majority vote of Full Members at an Annual General Meeting, or Special General Meeting.

If it is agreed to dissolve the Charity, all tangible net assets will be donated to an alternative charity which can be selected, proposed and voted on by Full Members during the same meeting.