

CONSTITUTION OF THE HAGLEY COMMUNITY ASSOCIATION

REGISTERED CHARITY NUMBER: 523146

1. NAME

The name of the Association shall be the Hagley Community Association (hereinafter called "the Association").

2. OBJECTS

The objects of the Association shall be:

- (a) To promote the benefit of the inhabitants of Hagley and surrounding area in the County of Worcestershire (hereinafter called the "area of benefit") without distinction of sex, political, religious or other opinions by associating the local authorities, voluntary organisations and inhabitants in a common effort to advance education and to provide facilities in the interest of social welfare for recreation and leisure-time occupation with the object of improving the conditions of life for the said inhabitants.
- (b) To maintain and manage a Community Centre (hereinafter called "the Centre") or to co-operate with any local statutory authority or authorities in the maintenance and management of such a Centre for activities promoted by the Association and its constituent bodies in the furtherance of the above objects.

The Association as such shall be non-party in politics and non-sectarian in religion.

3. POWERS

In furtherance of the said objects, but not otherwise, the Association shall have power to:

- (a) publish and circulate a magazine or periodical under the style of "Hagley Village News";
- (b) bring together in conference representatives of voluntary organisations, Government departments, statutory authorities and individuals;
- (c) arrange and provide for, either alone or with others, the holding of exhibitions, meetings, lectures, classes, seminars or training courses, and all forms of recreational and other leisure-time activities;
- (d) collect and disseminate information on all matters relating to its objects, and to exchange such information with other bodies having similar objects within the United Kingdom or elsewhere;
- (e) write, print or publish, in whatever form such papers, books, periodicals, pamphlets or other documents, including photography, recorded material or digital media, as shall further its objects, and to issue or circulate the same whether for payment or otherwise;
- (f) purchase, take on lease or in exchange, hire or otherwise lawfully acquire such property or other rights and privileges as may be necessary for the promotion of its objects, and to construct, maintain or alter the same, SUBJECT TO the provisions of Clause 15 hereof;
- (g) make regulations for the proper supervision, control and management of any property which be so acquired;
- (h) sell, let, mortgage, charge, dispose of or turn to account all or any of its property or assets SUBJECT TO such consents as may be required by law;
- (i) raise funds and invite or receive donations and contributions, whether by subscription or otherwise, PROVIDED THAT the Association shall not undertake or in any way engage in any permanent trading activities in raising funds for its charitable objects;
- (j) receive money on deposit or loan, in such manner as the Association may think fit, SUBJECT TO such consents or on such conditions as may be required by law;

- (k) invest money not immediately required for its objects in or upon such investments, securities or property as the Association may think fit, SUBJECT NEVERTHELESS to such conditions (if any) as may for the time being be imposed by law;
- (l) affiliate to the National Federation of Community Organisations and to other organisations with similar charitable objects;
- (m) to maintain or participate in a website;
- (n) do all such lawful things as shall further the charitable objects of the Association.

4. MEMBERSHIP

Membership of the Association shall be of two kinds:

- (a) Individual members who shall be either Full, Junior or Associate members;
- (b) Group members who shall be Member Organisations and Sections.

5. INDIVIDUAL MEMBERSHIP

Individual membership shall be open, providing that fees, such as the Executive Committee may from time to time determine shall have been paid and irrespective of political party, nationality, religious opinion, race or colour, sex, age or disability to:

- (a) all persons aged eighteen and over living in the area of benefit who shall be called Full Members;
- (b) all persons under the age of eighteen living in the area of benefit who shall be called Junior Members;
- (c) Well-wishers anywhere who shall be called Associate Members.

6. GROUP MEMBERSHIP

- (a) Member Organisations shall be the Worcestershire County Council, Bromsgrove District Council and Hagley Parish Council and any other local statutory authorities as operate in the area of benefit.
- (b) Affiliated Sections shall be such groups as may, with the permission of the Executive Committee be formed within the Association among the individual members for the furtherance of a common activity and affiliated to the Association.

Each Member Organisation and Affiliated Section shall have the right to appoint no more than one representative to be members of the Executive Committee and at any time by giving notice in writing to the Secretary of the Association to revoke the appointment of such a member and to appoint another member in their place and such member shall have the right to attend and vote at General Meetings of the Association.

7. TERMINATION OF MEMBERSHIP

The Executive Committee shall have the right for good and sufficient reason to terminate the membership of an individual or of a Member Organisation or Affiliated Section provided that the individual member or person representing Member Organisation or Affiliated Section shall have the right to be heard by the Executive Committee before a decision is made.

8. SUBSCRIPTIONS

All members, Member Organisations and Affiliated Sections shall pay such subscriptions as the Executive Committee may from time to time determine.

9. THE EXECUTIVE COMMITTEE

Subject to the limitations set out in Clause 10 hereof, the policy and general management of the affairs of the Association shall be directed by the Executive Committee (herein referred to as "the Executive Committee") which shall meet not less than four times a year.

The Executive Committee shall consist of:

- (a) the representative appointed by Member Organisations in accordance with Clause 6(a);
- (b) the representative appointed by Affiliated Sections in accordance with Clause 6(b);
- (c) Two per cent of the numbers of Full Members' to be elected from among themselves at the Annual General Meeting (if any);
- (d) One representatives of Junior Members elected from among themselves (if any);
- (e) One representative of Associate Members elected from among themselves (if any);
- (f) The Honorary Officers of the Association ex-officio in accordance with Clause 10(a);
- (g) Such person employed by or seconded to the Association as the Management Council may from time to time determine in accordance with Clause 10 (b);
- (h) Such further persons (who shall during the period of co-option be members of the Association) as the Executive Committee shall in its absolute discretion co-opt provided that the number of co-opted members shall not exceed twelve.

All members of the Executive Committee shall retire annually but shall be eligible to be appointed or co-opted again.

The Executive Committee shall have the power to appoint such committees as it may from time to time decide and may determine their powers and terms of reference.

The proceedings of the Executive Committee shall not be invalidated by any failure to elect or any defect in the election, appointment, co-option or qualification of any member.

10. OFFICERS

(a) HONORARY OFFICERS

The Annual General Meeting shall elect a President, Chairman, Treasurer, Secretary and such other officers of the Association as it may from time to time determine.

All Honorary Officers of the Association shall be ex-officio members of all committees.

If a vacancy occurs among the Honorary Officers, the Executive Committee shall have the power to fill it from among its members. Any person appointed to fill such a casual vacancy shall hold office until conclusion of the next Annual General Meeting of the Association and shall be eligible for election at that meeting.

(b) PAID OFFICERS

The Executive Committee shall have the power to appoint and dismiss such employees of the Association as it may from time to time determine.

The Executive Committee may determine which (if any) persons employed by or seconded to the Association, shall be members ex-officio of the Association, the Executive Committee and other committees.

11. ANNUAL GENERAL MEETING

Once in each year, the Executive Committee shall convene an Annual General Meeting of the Association which all members of the Executive Committee, Full Members and representatives of Member Organisations and Affiliated Sections shall be entitled to attend, for the propose of receiving the Annual Report of the Executive Committee and the annual Independent Accountants' Report on the Unaudited Accounts; of appointing Honorary Officers and the annual appointing of such other officers as are deemed to be proper or appropriate; of accepting resignations from members of the Executive Committee; of electing representatives of Full Members to serve on the Executive Committee (if any); of appointing an

Independent Accountant or Accountants; of making recommendations to the Executive Committee and wherever necessary, of voting on proposal's to amend this Constitution in accordance with Clause 18 hereof.

12. SPECIAL GENERAL MEETING

The Chairman or Secretary on his behalf may at any time at his discretion, and shall within 21 days of receiving a written request to do so signed by not less than 10 members having the power to vote and giving reasons for the request, call a Special General Meeting of the Association for the purpose of altering the Constitution in accordance with Clause 18 hereof or considering any matter which may be referred to them by the Executive Committee or for any other purpose.

13. RULES OF PROCEDURE AT ALL MEETINGS

(a) VOTING

Subject to the provisions of Clause 18, all questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote thereat. No member shall exercise more than one vote notwithstanding that he may have been appointed to represent two or more interests but in case of an equality of votes the Chairman shall have a second or casting vote.

(b) QUORUM

- (i) Executive Committee meetings
Five members or one third of members whichever shall be the lesser shall form a quorum at meeting of the Executive Committee and all other committees.

- (ii) General meetings
Ten members or one third of members whichever is the lesser shall form a quorum at General Meetings of the Association.
In the event that no quorum is present at a general meeting including the Annual General Meeting the meeting shall stand adjourned and be reconvened 14 days later and those members present at that meeting shall be deemed to form a quorum.

(c) MINUTES

Minute books shall be kept by the Association, the Executive Committee and all other committees and the appropriate Secretary shall enter therein a record of all proceedings and resolutions.

14. STANDING ORDERS AND RULES FOR THE USE OF THE CENTRE

The Executive Committee shall have the power to adopt and issue Standing Orders and/or Rules, Hiring Fees and conditions of booking for the use of the centre. Such Standing Orders, Rules, Hiring Fees and conditions of booking shall come into operation immediately provided always that they shall not be inconsistent with the provisions of this Constitution.

15. FINANCE

- (a) All moneys 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 proper accounts of the finances of the Association.
- (c) The accounts shall be reviewed at least once a year by an Independent Accountant or Accountants who shall be appointed at the Annual General Meeting
- (d) An Independent Accountants' Report to Members on the unaudited accounts for the last financial year shall be submitted by the Executive Committee to the Annual General Meeting.

16. TRUST PROPERTY

The Title of all and any real property which may be acquired by or for the purposes of the Association shall be vested in Trustees appointed for the time being by the Executive Committee.

17. DISSOLUTION

If the Executive Committee by a simple majority decides that at any time on the ground of expense or otherwise it is necessary or advisable to dissolve the Association it shall call a meeting of all individual members and representatives of Membership Organisations and Sections of the Association and of the inhabitants of the area of benefit of the age of eighteen years and upwards who shall have the power of vote of which meeting not less than 21 days' notice (stating the terms of the resolution to be proposed thereat) shall be posted in a conspicuous place or places in the area of benefit and advertised in a newspaper circulating in the area of benefit and given in writing to the Charity Commissioners and the Secretary of the National Federation of Community Organisations. If such decision shall be confirmed by a simple majority of the present and voting at such meeting the Executive Committee shall have the power to apply any assets remaining after the satisfaction of any proper debts and liabilities towards such charitable purposes for the benefit of the inhabitants of the area of benefit as the Executive Committee may decide and as may be approved by the Charity Commissioners.

18. ALTERATIONS TO THE CONSTITUTION

Any proposal to alter the Constitution may be delivered in writing to the Secretary of the Association not less than 28 days before the date of the meeting at which it is first to be considered.

Any alteration will require the approval of both:

- (a) A simple majority of members of the Executive Committee present and voting at an Executive Committee meeting
- (b) A two thirds majority of individual members and representatives of Member Organisations and affiliated Sections of the Association present and voting at a General Meeting.

Notice of each such meeting must have been given in accordance with normal procedure but not less than 14 days prior to the meeting in question and giving the proposed alteration.

No alteration to Clause 2 (Objects) Clause 17 (Dissolution) or to this Clause shall take effect until the approval in writing of the Charity Commissioners or other authority having charitable jurisdiction shall have been obtained and no alteration shall be made to this constitution which would cause the Association to cease to be a charity at law.

Original Constitution adopted 4 February 1963

Revised Constitution approved and adopted at Annual/Special General Meeting of the Association held at the Community Centre Hagley on 21st November 2016.

I certify that this is a true copy of the original

Date:

Secretary (present at the above meeting)

Note supply:

- 1. Certified copy of minutes
- 2. Clean print of new Constitution
- 3. Certified copy of new Constitution