

CONSTITUTION FOR THE THIRLMERE WAY COMMUNITY CENTRE

(Revised July 2019)

1. NAME

The name of the Charity is “Thirlmere Way Community Centre” (hereinafter called “the Charity”) Charity Number: 504394

2. ADDRESS

The address of the Charity will be Thirlmere Way Community Centre, Thirlmere Way, Stafford, ST17 9EJ

3. OBJECTIVES

The objectives of the Charity shall be:

3.1 To manage the Thirlmere Way Community Centre, (hereinafter called “the Centre”) on behalf of residents living in the surrounding area.

3.2 To promote use of the Centre as a community facility and resource for the social, leisure, and educational interests of all residents of the surrounding area.

3.3 To ensure that all age groups (especially young people, black and minority ethnic groups, older people and people with a disability) are aware of this valuable resource and have opportunities to use the Centre and activities to meet their needs and interests.

3.4 To ensure the Centre is accessible, fit-for-purpose and is meeting the needs of the whole community.

3.5 To develop appropriate policies and procedures to ensure the safe and efficient running and operation of the Centre.

3.6 To maintain charitable status and reporting as required by the Charities Commission

4. POWERS

The Charity has the power:

4.1 To work in partnership with other organisations with similar objectives (i.e. neighbouring community centres, churches, etc).

4.2 To join with local residents, voluntary groups, the local authority and housing association to put on events and activities that bring all members of the community together.

In furtherance of the stated objectives but not otherwise, the Charity may:

(i) Collect and distribute information on all matters affecting the stated objectives and share this information with organisations with similar objectives.

(ii) Undertake, execute, manage or assist any charitable trusts, which may lawfully be undertaken, executed, managed or assisted by the Charity.

(iii) Purchase, take on lease or in exchange, hire or otherwise acquire any property and any rights and privileges necessary for the promotion of the stated objectives and construct, maintain and alter any buildings or erections necessary for the work of the Charity.

(iv) Subject to such consents as may be required by law, sell, let, mortgage, dispose of or turn to account all or any of the assets of the Charity.

(v) Subject to such consents as may be required by law, borrow or raise money for the stated objectives and accept gifts on such terms and on such security as shall be deemed necessary.

(vi) Raise funds and invite and receive payment from any person(s) or organisations by way of hiring fees for use of the Centre.

(vii) Invest the monies of the Charity not immediately required for stated objectives in or upon such investments, securities, property as may be thought fit, subject nevertheless to such conditions (if any) as may for the time being be imposed or required by law.

(viii) Do all such lawful things that are necessary for the attainment of stated objectives.

5. MEMBERSHIP

A Management Committee (hereinafter called the Committee) shall conduct the day-to-day business of the Charity and deliver all stated objectives in Section 2.

Membership on the Committee shall be open, irrespective of gender, disability, race, sexuality, nationality and political or religious belief to:

5.1 All individuals 18 years and over who live in the surrounding area. Former residents of area may continue as members on the Committee should the said Management Committee feel this would be beneficial and maintains continuity of service.

5.2 Organisations that hire the Centre on a regular basis and provide services to benefit local people. This is a user representative.

5.3 Honorary members may be elected at the discretion of the said Committee.

5.4 Co-opted members may be appointed at the discretion of the said Committee. Co-opted members shall not be entitled to vote and shall service in an advisory or supportive capacity only.

5.5 The Committee shall consist of up to 11 members; but this could be increased if said Committee receives additional expressions of interest from local residents:

(i) Officers – Chairman, Secretary and Treasurer elected at the AGM. See Roles and Responsibilities for Officers in Appendix B.

(ii) Community Centre Manager appointed.

(iii) Honorary members elected under Section 6.0 at the AGM and appointed Co-opted members.

(iv) Member(s) representing interests of users or hirers, in accordance with Clause 4.2.

5.6 Members of the Committee shall serve no more than three consecutive years in the same post, although they may be re-elected or re-appointed.

5.7 A member of the Committee shall cease to hold office if she or he:

(i) is disqualified from holding such office by virtue of section 72 of the Charities Act 1993 (or any statutory modification or re-enactment of that provision), or

(ii) is absent without the permission of the Committee from all its meetings held within a period of six months and the Committee resolves that she/he cease to hold office, or

(iii) Notifies the Committee in writing of his/her resignation (PROVIDED THAT at least three members of the Committee remain in office when the notice of resignation is to take effect).

5.8 Each Committee member shall have one vote. In circumstances where there is an equality of votes, the Chair shall have a casting vote.

5.9 The Quorum for the Committee meetings shall be one-half of the Committee's membership of those entitled to vote.

5.10 The committee shall meet every Month. Ten days notice of committee meetings should be provided to all Committee Members.

5.11 Apologies for absence from the Committee meeting must be sent to the secretary in writing at least 24 hours prior to the meeting.

5.12 Any member of the Committee who loses their place on the Committee under the circumstances set out in 4.8 (ii) will not be eligible for re-election to the Committee for a period of one year. Any member of the Committee, who loses their place on the Committee for a breach of the Association's Standing Orders (Appendix A) will not be eligible for re-election to the Committee for a maximum period of disqualification which will be determined by the Committee, taking into account the nature of the breach. A Committee member being excluded in this way will have the right to appeal to the next General Meeting.

5.13 Minutes will be taken of all Committee Meetings. A set of minutes must be kept at the Centre and be available for inspection by any members of the Association.

5.14 The Committee can at its discretion set up sub-committees to assist carrying out the day to day business of the Charity

These could be:

- Ⓟ Maintenance subgroup
- Ⓟ Marketing/promotion subgroup
- Ⓟ IT/website development subgroup
- Ⓟ Fund raising

6.0 RESIGNATION AND TERMINATION OF MEMBERSHIP

6.1 Any member of the Charity may resign his/her membership by giving to the secretary of the Charity notice to that effect.

6.2 The Committee may, by resolution passed at a meeting terminate or suspend the membership of any member, if in its opinion, his/her conduct is prejudicial to the interests and objects of the Charity, or contravenes the Equal Opportunities objectives of the Charity. PROVIDED THAT the individual member shall have the right to be heard by the Committee before the final decision is made.

7.0 CO-OPTED MEMBERS

7.1 The Charity from time to time may decide to co-opt on to the Committee individuals employed by certain organisations who have specialist knowledge, information and skills or who represent key stakeholder organisations. A Co-opted Member can be under 18 years old.

7.2 These individuals would be appointed at the AGM and would serve in an advisory or supportive role only. He or she would not have the power to vote.

7.3 The number of Co-opted members shall not exceed more than one-quarter of the total number of members elected.

7.4 If a vacancy occurs among the Co-opted Members, the Committee shall have the power to request a new appointment from the organisation.

7.5 Subject to sub-clause (6.3) of this clause, all Co-opted Members shall serve on the Committee until the conclusion of the next AGM.

8.0 REMUNERATION OF COMMITTEE MEMBERS

Remuneration of any member of the Committee for services rendered to the Association shall be subject to the conditions outlined in Section 185 Charities Act 2011 and can only take place under the following conditions:

8.1 Such member shall not be present at or take part in any discussions or decisions relating to such remuneration.

8.2 Any decision to remunerate such member shall be taken unanimously by the other members present and voting at the meeting at which the decision is made.

8.3 The other members are satisfied that the level of remuneration is reasonable and proper having regard to the services rendered by such member to the Charity.

8.4 The other members are satisfied that the services rendered to the Charity are of special value to the Charity having regard to such member's ability, qualifications, or experience and/or to the level of remuneration for which she/he has agreed to provide them.

8.5 The number of such members for the time being in receipt of remuneration shall not exceed a minority of the members of the Committee.

8.6 Before any member is paid for their service, their role on the committee must be discussed and clarified by the said Committee.

9.0 GENERAL MEETING OF THE Charity

9.1 Annual General Meeting (AGM)

Once in each calendar year, within the six months following the end of the financial year (that is 31st March) an AGM of the Charity shall be held at such time and place as the Committee shall determine. At least 14 clear days' notice must be given and a notice posted in a conspicuous place on the Estate and circulated to all members with the Power to Vote.

The business of each AGM will be run in accordance with the Standing Orders (Appendix A) and shall be:

- (i) To receive the Community Centre Manager's Update, which shall incorporate an account of the work of the Charity and the activities held at the Centre during the preceding year.
- (ii) To receive the accounts/budget of the Charity for during the preceding financial year.
- (iii) To elect up to five Officers and a User representative to serve on the committee, in accordance with Section 4.
- (iv) To appoint Co-opted Members in accordance with Clause 4.5 and Section 7.
- (v) To appoint one or more qualified auditors or independent examiners for the coming year to audit or examine the accounts of the Charity in accordance with the Charities Act 1993 (or any statutory modification or re-enactment of that Act).
- (vi) To consider and vote on any proposals to alter this constitution in accordance with Section 10.
- (vii) To consider any other business of which due notice has to be given.

9.2 Special General Meeting

The Chairman of the Committee or the secretary may at any time (at their discretion) and shall within 21 days of receiving a written request so to do (signed by not less than 30% of the members with the Power to Vote and giving reasons for the request), call a Special General Meeting of the Charity to consider the business specified on the notice of meeting and for no other purpose. At least 14 clear days' notice shall be posted in a conspicuous place or placed and advertised in a newspaper circulating in the area and circulated to all members with the Power to Vote.

9.3 The Quorum

The Quorum for all General Meetings of the Charity shall be no less than half of the Members with the Power to Vote.

10.0 CHANGES TO THE CONSTITUTION

10.1 This Constitution can be changed at an Annual (or Special) General Meeting, by no less than half of those Members with the Power to Vote who are present.

10.2 Any proposal to amend the Constitution must be sent to the secretary in writing at least 28 days before the General Meeting.

11. DISSOLUTION

11.1 The Charity may only be dissolved at an Annual (or Special) General Meeting.

11.2 Where there is a resolution put before a General Meeting to dissolve the Charity, all members of the Charity must be given at least 10 days notice of the meeting.

11.3 A proposal to dissolve the Charity must be agreed by a majority two-thirds of the members present.

11.4 If it is agreed by two-thirds majority to dissolve the Charity, all assets and liabilities will be dealt with as specified in the relevant Clause(s) of the Management Agreement.

12. STANDING ORDERS

Standing Orders for meetings of the A Charity are attached as Appendix A; these may be amended from time to time by the Committee.

Appendix A Standing Orders for Committee Meetings and Annual General Meetings

Members shall at all times conduct themselves in a reasonable manner at meetings or in premises used by the Charity.

1. It is the responsibility of all members present at a meeting to ensure that the meeting is conducted in an orderly manner.
2. All comments, proposals and questions at meetings must be directed to the Chairman.
3. Members are to respect the Chairman's authority in meetings.
4. At meetings, only one person should speak at a time.
5. At meetings, members must exercise patience when persons who do not have English as their first language are speaking.
6. Racist sexist, or other offensive language will not be tolerated at meetings.
7. Members of the Committee will be expected to demonstrate their commitment to the Charity by regular attendance at Committee meetings and by working towards the stated objectives (2.0) of the association.
8. Decisions at meetings will normally be made by consensus, otherwise by a simple majority vote. Where there is an equality of votes, the chairman shall have a casting vote.
9. An agenda will be circulated with the notice of each meeting.
- 10 There will be no smoking at meetings of the Charity.
11. In situations where arguments, insults or other offensive behaviour take place the Chairman will adjourn the meeting for a cooling off period.
12. Should a member persist with offensive behaviour or remarks, they will be asked to leave the meeting. Such behaviour may jeopardise their membership on the Management Committee.

Appendix B: Roles and Responsibilities of Voluntary Management Committee

All individuals are equally responsible for the decisions made by the management committee but the Chairman, Secretary and Treasurer all have key roles in ensuring that the voluntary committee works effectively and that the Community Centre stays within the rules of Sections 1.0 and 2.0 and meets legal requirements.

Role of the Chairman

The role of the Chairman will be split into 2 parts:

- ⌚ Planning and running meetings – making sure meetings run smoothly, everyone has a chance to take part and that decisions are made and implemented
- ⌚ Being the public face of the organisation – liaising with outside bodies, speaking to the press

Role of the Secretary

The role of the Secretary will be split into 2 parts:

- ⌚ Helping to plan meetings (including Annual General Meeting AGM), ensuring the organisation keeps to its own rules
- ⌚ Acting as a guardian of the constitution
- ⌚ Dealing with correspondence, taking minutes and producing promotional material, and

It is useful to write a job description of each role so the post holder and everyone else is clear about their role.

Role of Treasurer

The Treasurer and other committee members need to ensure that the following tasks are carried out:

- ⌚ Prepare a budget, possibly as part of a Business Plan
- ⌚ Book keeping of income and expenditure
- ⌚ Making regular reports on the accounts to the management committee
- ⌚ Keeping proper financial systems and controls and, to ensure transparency, require that the roles of invoicing and the receipt of monies be kept separate
- ⌚ Ensuring annual accounts are completed and appropriately audited and examined.

Role of Community Centre Manager (Voluntary)

The Community Centre Manager is crucial to ensuring that the building is accessible, clean and suitable for hiring at all times. Effective building management needs to be organised. The role of the Centre Manager will be to carry out the following tasks:

- ⌚ Be responsible for the building and its general maintenance – caretaker.
- ⌚ Set up a system whereby hirers can report problems
- ⌚ Keep a maintenance log
- ⌚ Undertake an annual maintenance check and record findings
- ⌚ Taking bookings from hirers, keeping a diary of events (Booking Secretary)

