

Cup

CONSTITUTION

1. NAME

The name of the Association shall be Flordon Community Trust (hereinafter called "The Trust")

2. OBJECTS

The objects of the Association shall be:

To promote any charitable purpose and to provide facilities for recreation and leisure time occupation for the inhabitants of Flordon and its surrounding area ("the area of benefit"), without distinction of sex, sexual orientation, race or of political, religious or other opinions, through the provision of a village hall and the upkeep, maintenance and running costs of Flordon Church its fabric and surrounds and all things ancillary thereto.

3. POWERS

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

- (a) Bring together in conference representatives of voluntary organisations, Government departments, statutory authorities and individuals;
- (b) 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, classes, seminars or training courses, and all forms of recreational and other leisure-time activities;
- (c) Collect and disseminate information on all matters relating to its objects, and to exchange such information with other bodies having similar objectives whether in the United Kingdom or elsewhere;
- (d) Write print or publish, in whatever form, such papers, books, periodicals, pamphlets or other documents, including films and recorded material, as shall further its objects, and to issue or circulate the same whether for payment or otherwise;
- (e) 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;
- (f) Make regulations for the proper supervision, control and management of any property which may be so acquired;
- (g) Sell, let, mortgage, charge, dispose or turn to account all or any of its property or assets SUBJECT TO such consents as may be required by law;

- (h) 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;
- (i) 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;
- (j) 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;
- (k) Affiliate to the National Federation of Community Associations and to other organisations with similar charitable objects;
- (l) Do all such other lawful things as shall further the charitable objects of the Association

4. MEMBERSHIP

- (a) Membership shall be open, irrespective of sex, sexual orientation, political opinion, nationality, religion or race to:
 - (i) Individuals aged eighteen years or over and who live within the area of benefit;
 - (ii) Individuals aged eighteen years or over who live outside the area of benefit, who shall be known as Associate Members, and who shall not have the right to vote at General Meetings of the Association;
 - (iii) Individuals aged under eighteen years whether living within or outside the area of benefit who may be admitted into Junior Membership as and when, and subject to such conditions as the General Committee may decide. Junior Members shall not have the right to vote at General Meetings of the Association;
 - (iv) Associations and organisations, and whether corporate or otherwise, and whether local, national or international, which are voluntary or non-profit distributing, and which wish to support or further the objects of the Association, which shall be known as Affiliated Groups;
 - (v) the Statutory Authorities in whose administrative area the area of benefit lies.
- (b) Sections shall be such groups of individual members as may, with the permission of the General Committee (hereinafter mentioned), be formed within the Association for the furtherance of common activities. The General Committee shall determine the terms of reference and powers of each such Section and may also determine the duration of its activities.

(c) Each member organisation as set out in Clause 4 (a) (iv) and (v) and each Section established in accordance with Clause 4 (b) shall appoint one individual person to represent it and vote on its behalf at meetings of the General Committee and at General Meetings of the Association. In the event of such individual person resigning or otherwise leaving an organisation he or she shall forthwith cease to be representative thereof. The organisation concerned shall have the right to appoint a new representative, informing the Secretary in writing.

5. SUBSCRIPTIONS

All individual members and affiliated groups shall pay such subscriptions as the General Committee may from time to time determine.

6. TERMINATION OF MEMBERSHIP

The General Committee may, by resolution passed at a meeting thereof, terminate or suspend the membership of any person or group if in its opinion such person or group has been guilty of conduct prejudicial to the Association or its objects, provided that the person or the individual representing the group shall have the right to be heard by the General Committee before the final decision is made. There shall be a right of appeal to an independent arbitrator appointed by mutual agreement.

7. THE GENERAL COMMITTEE

Subject as hereinafter mentioned the policy and general management of the affairs of the Association shall be directed by a General Committee which shall meet not less than four times a year

8. THE COMMITTEE

(a) The Committee consists of the Officers and four other members to include one member of the Parochial Church Council and one of the two standing members of the Parish meeting.

(b) Any member of the Committee may retire by giving one week's prior notice to the Secretary and all shall retire at the end of each Annual General Meeting but shall be eligible for re-election at the Meeting.

(c) Any casual vacancy on the Committee or of any Office including that of Trustee or Auditor arising between Annual General Meetings may be filled by the Committee

(d) The Committee shall manage all the affairs of the Charity and shall have power to do everything necessary for that purpose.

(e) Committee Meetings shall be held not less than once in every quarter.

(f) Not less than three day's written or oral notice shall be given by the Secretary to Members of the Committee of every quarterly

Meeting but in an emergency at the discretion of the Chairman and Secretary additional meetings may be called on not less than 24 hours' notice

- (g) Decisions at Meetings of the Committee are made by a simple majority vote and in the event of an equality of voting the Chairman (or the Acting Chairman of the Meeting) shall have the casting vote
- (h) The proceedings of the General Committee shall not be invalidated by any failure to elect or any defect in the election, appointment, co-option or qualification of any member.
- (i) The General Committee may appoint such special or standing committees as may be deemed necessary by the General Committee and shall determine their terms of reference, powers, duration and composition. All acts and proceedings of such special or standing committee shall be reported back to the General Committee as soon as possible.
- (j) No person under the age of eighteen shall be a member of the General Committee or of any special or standing committee of the Association, but such persons may be invited to attend such committee as non-voting observers.

9. HONORARY OFFICERS

- (a) only member of the Association shall be eligible to serve as Honorary Officers.
- (b) At the Annual General Meeting hereinafter mentioned the Association shall elect a Chair, Treasurer and Secretary and such other honorary officers as the Association shall from time to time decide.
- (c) The Chair, Secretary and Treasurer of the Association shall be ex-officio the Chair, Secretary and Treasurer respectively of the General Committee. The Honorary Officers may be appointed members of such special or standing committees as are appointed in accordance with Clause 8(c) hereof.
- (d) If a vacancy occurs among the Honorary Officers, the General 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.

10. PAID OFFICERS

- (a) The General Committee may appoint and dismiss such staff as it may from time to time determine, and shall fix the amount of any remuneration to be paid and the terms and conditions of employment
- (b) A member of the Association's staff shall not be eligible to be a member of any committee of the Association, but may be invited to attend such committee as a non-voting adviser.

11. GENERAL MEETINGS OF THE ASSOCIATION

- (a) Annual General Meetings: Once in each year an Annual General Meeting of the Association shall be held at such time and place as the General Committee shall determine, being not more than fifteen months after the holding of the preceding Annual General Meeting, or the adoption of this constitution. At least 21 days notice shall be given by the Secretary to members.

The business of each Annual General Meeting shall be:

- (i) to consider the Annual Report of the General Committee on work of the Association and its activities during the preceding year;
- (ii) to approve the audited accounts of the Association;
- (iii) to elect the Officers of the Association in accordance with Clause 9 hereof;
- (iv) to note the appointment of representative members of the General Committee;
- (v) to elect representatives or individual members to serve on the General Committee, in accordance with Clause 8 (a) hereof;
- (vi) to appoint an independent auditor or independent auditors for the coming year;
- (vii) to consider and vote on proposals to alter this constitution in accordance with Clause 17 thereof;
- (viii) to consider any other business of which due notice has been given

- (b) Special General Meetings: The Chair of the General Committee may at any time at his/her discretion and the Secretary shall within 21 days of receiving a written request so to do signed by not less than ..20.. members, whether individual or representative, and giving reasons for the request, call a Special General Meeting of the Association to consider the business specified on the notice of meeting and for no other purpose.

12. RULES OF PROCEDURE AT ALL MEETINGS

- (a) Voting

Subject to the provisions of Clause 17, 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 or she may have been appointed to represent two or more interests, but in case of an equality of votes the Chair shall have a second or casting vote.

(b) Quorum

- (i) Committee Meetings: one third of the members shall form a quorum, at meetings of the General Committee and all other committees.
- (ii) General Meetings: twenty five members or one third of the members, whichever is the less, shall form a quorum at General Meetings of the Association.

In the event that no quorum is present at an Annual General Meeting of the Association, the meeting shall stand adjourned and be reconvened fourteen 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 General Committee and all other committees and the appropriate Secretary shall enter therein a record of all proceedings and resolutions.

13. STANDING ORDER AND RULES FOR THE USE OF THE CENTRE

The General Committee shall have power to adopt and issue Standing Orders and/or Rules for the use of any premises. Such Standing Orders and Rules shall come into operation immediately, provided always that they shall be subject to review by the Association in General Meeting and shall not be inconsistent with the provisions of this constitution.

14. FINANCE

- (a) All money raised by or on behalf of the Association shall be applied to further the objects of the Association and for no other purpose, provided that nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any employee of the Association or the repayment of reasonable out-of-pocket expenses.
- (b) The Hon. Treasurer shall keep proper account of the finances of the Association.
- (c) The accounts shall be audited at least once a year by the auditors appointed at the Annual General Meeting.
- (d) An audited statement of accounts for the last financial year shall be submitted by the General Committee to the Annual General Meeting as aforesaid.
- (e) An account shall be opened in the name of the Association with the Wymondham branch of the Barclays Bank plc or with such other financial institution as the General Committee shall from time to time

decide. The General Committee shall authorise in writing the Treasurer, the Secretary of the Association and two members of the General Committee to sign cheques on behalf of the Association. All cheques must be signed by not less than two of the four authorised signatories

15. TRUST PROPERTY

The General Committee may appoint a custodian trustee, or a trust corporation or not less than three or more than four named individuals (not being members of the General Committee) to hold any real or personal property held by or in trust for the Association, or may, with the agreement of the Official Custodian for Charities, vest in him any property so held.

In the event of the resignation, death or disqualification of an individual trustee, the General Committee shall be empowered to appoint a replacement.

16. DISSOLUTION

If the General Committee by a simple majority decides at any time that on the ground of expense or otherwise it is necessary or advisable to dissolve the Association it shall call a meeting of all members of the Association who have the power to vote and of the inhabitants of the area of benefit of the age of eighteen years and upwards 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 for England and Wales and the Director of the National Federation of Community Organisations. If such decision shall be confirmed by a simple majority of those present

And voting at such meeting the General Committee shall have power to dispose of any assets held by or in the name of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be applied towards such charities purposes for the benefit of the inhabitants of the area of benefit as the General Committee may decide and as may be approved by the Charity Commissioners for England and Wales, or other authority having charitable jurisdiction.

17. ALTERATIONS TO THE CONSTITUTION

Any proposal to alter this constitution must 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. An alteration will require the approval of both:

- (a) a simple majority of members of the General Committee present and voting at a General Committee meeting;

- (b) A two-thirds majority of individual members and representatives of the Affiliated Group and 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 clear days prior to the meeting in question and giving the working of the proposed alteration.

No alteration to Clause 2 (Objects), Clause 16 (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.

18. The Association and these rules are governed by the laws of England and Wales

This Constitution was adopted as the Constitution of the
..... ^{FLORENCE} Community Association ^{Trust} at a Public
Meeting duly convened at ^{8 pm} on
..... ^{14th} November 2007

Signed

J. G. Stabenord
R. G. .

Chair

Secretary