

# Constitution

Name **TILEHURST JUNIOR YOUTH CLUB**

Amended and adopted on the **30th day of January 2004**

## **A. Name**

The name of the organisation is **The Tilehurst Junior Youth Club** (“the organisation”)

## **B. Administration**

Subject to the matters set out below the organisation and its property shall be administered and managed in accordance with this constitution by the members of the Management Committee, constituted by clause **F** of this constitution (“the Management Committee”).

## **C. Objects**

The Organisations Objects (“the objects”) are **to provide a wide range of social, recreational, and educational activities to children aged 8 - 12 years who live in the Tilehurst area.**

## **D. Powers**

in furtherance of the objects but not otherwise the Management Committee may exercise the following powers:

- 1) power to raise funds and to invite and receive contributions provided that in raising funds the Management Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- 2) power to buy, take on lease or exchange any property necessary for the achievement of the objects and to maintain and equip it for use;
- 3) power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the organisation;
- 4) power subject to any consents required by law to borrow money and to charge all or any part of the property of the organisation with the repayment of the money borrowed;
- 5) power to employ such staff (who shall not be members of the Management Committee) as are necessary for the proper pursuit of the objects and to make all reason an necessary provision for the payment of pensions and superannuation for staff and their dependants;

- 6) power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
- 7) power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- 8) power to appoint and constitute such advisory committees as the Management Committee may think fit;
- 9) power to take out Trustee Liability Insurance as the Management Committee sees fit;
- 10) power to do all such other lawful things as are necessary for the achievement of the objects.

## **E. Membership**

Membership of the organisation shall be open to:

- 1) parents or guardians of children who become members of the club and where the child has paid the annual subscription.
- 2) individuals (over the age of 16 years) living in Tilehurst, Reading who are interested in furthering the work of the organisation and who have paid any annual subscription laid down from time to time by the Management Committee, and
- 3) any body, corporate or unincorporated association which is interested in furthering the organisation's work and has paid any annual subscription (any such body being called in this constitution a "member organisation"), and
- 4) any volunteers furthering the work of the organisation.
- 5) Every member shall have one vote.
- 6) Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of the organisation; and may appoint an alternate to replace its appointed representative at any meeting of the organisation if the appointed representative is unable to attend.
- 7) Each member organisation shall notify the name of the representative appointed by it and of any alternate to the secretary. If the representative or alternate resigns from or otherwise leaves the member organisation, he or she shall forthwith cease to be the representative of the member organisation.
- 8) The Management Committee may for good reason refuse or terminate the membership of any individual or member organisation: Provided that the individual concerned or the appointed representative of the member organisation concerned (as the case may be) shall have the right of appeal to the Management Committee.

## **F. Management Committee**

- 1) The Management Committee shall consist of not less than 5 members who can be drawn from any of the following groups:
  - a) the honorary officers
  - b) parents of children who are current youth club members
  - c) youth club volunteers
  - d) Tilehurst residents

Not more than 3 representatives may be elected for categories b,c and d.

- 2) At the annual general meeting of the organisation the members shall elect from amongst the new Management Committee a Chairman, a Secretary and a Treasurer, who shall hold office from the conclusion of that meeting. The Chairman may not be a youth club volunteer.
- 3) The Management Committee may in addition appoint not more than 4 co-opted members but so that no-one may be appointed as a co-opted member if, as a result, more than one third of the members of the Management Committee would be co-opted members. Each appointment of a co-opted member shall be made at a special meeting of the Management Committee called under clause N and shall take effect from the end of that meeting unless the appointment is to fill a place which has not then been vacated in which case the appointment shall run from the date when the post becomes vacant.
- 4) All the members of the Management Committee shall serve for one year only but they may be re-elected or re-appointed.
- 5) The proceedings of the Management Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- 6) Members of the Management Committee shall declare any interests in any decision and they will not take part in the discussion or vote on that matter.
- 7) Nobody shall be appointed as a member of the Management Committee who is aged under 16. however no more than two members of the management committee shall be aged under 18.”.
- 8) Every member shall have one vote.
- 9) No person shall be entitled to act as a member of the Management Committee whether on a first or subsequent entry into office until after signing in the minute book of the Management Committee a declaration of acceptance of office and a willingness to act in the trusts of the organisation.

## **G. Determination of Membership of Management Committee**

- 1) A member of the Management Committee shall cease to hold office if he or she:
- 2) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- 3) is absent without the agreement of the Management Committee for a period of 6 months
- 4) wishes to resign from the Management Committee during the year of office (but this is only possible if at least five members of the Management Committee will remain in office when the notice of resignation is to take effect).

## **H. Management Committee Members not to be personally interested.**

the Management Committee shall not acquire any interest in property belonging to the organisation (otherwise than as a trustee for the organisation) or receive remuneration or be interested (otherwise than as a member of the Management Committee) in any contract entered into by Management Committee.

## **I. Meetings and proceedings of the Management Committee**

- 1) The Management Committee shall hold at least three ordinary meetings each year. A special meeting may be called at any time by the Chairman or by any two members of the Management Committee upon not less than 4 days' notice being given to the other members of the Management Committee of the matters to be discussed but if the matters include an appointment of a co-opted member then not less than 21 days' notice must be given.
- 2) The Chairman shall act as Chairman at meetings of the Management Committee. If the Chairman is absent from any meeting, the members of the Management Committee present shall choose one of their number to be Chairman of the meeting before any other business is transacted.
- 3) There shall be a quorum when at least one third of the number of members of the Management Committee for the time being or three members of the Management Committee, whichever is the greater, are present at a meeting.
- 4) Every matter shall be determined by a majority of votes of the members of the Management Committee present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote.
- 5) The Management Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Management Committee and any sub-committee.
- 6) The Management Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
- 7) The Chairman may in cases of urgency make decisions on behalf of the Management Committee. These decisions must be reported back to Management Committee at its next meeting.
- 8) The Management Committee may appoint one or more sub-committees consisting of three or more members of the Management Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Management Committee would be more conveniently undertaken or carried out by a sub-committee provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Management Committee.

## **J. Receipts and Expenditure**

- 1) The funds of the organisation, including all donations contributions and bequests, shall be paid into an account operated by the Management Committee in the name of the organisation at such bank as the Management Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two authorised signatories.
- 2) The funds belonging to the organisation shall be applied only in furthering the objects.

## **K. Accounts**

The Management Committee shall be responsible for and monitor

- 1) the keeping of accounting records for the organisation.
- 2) the preparation of annual statements of account for the organisation;
- 3) the auditing or independent examination of the statements of account of the organisation.

## **L. Annual Report**

The Management Committee shall produce an annual report and accounts which will be delivered at the Annual General meeting.

## **M. Annual General Meeting:**

There shall be an annual general meeting of the organisation which shall be held in the month of October in each year or as soon as practicable thereafter.

- 1) Every annual general meeting shall be called by the Management Committee. The Secretary shall give at least 21 days' notice of the annual general meeting to all the members of the Management Committee. All the members of the Management Committee shall be entitled to attend and vote at the meeting.
- 2) Before any other business is transacted at the first annual general meeting the persons present shall appoint a chairman of the meeting. The Chairman shall be the Chairman until the next annual general meeting, but if he or she is not present, before any other business is transacted, the persons present shall appoint a chairman of the meeting.
- 3) Existing members of the Management Committee may be nominated at the meeting for re-election for a further year.
- 4) Members of the organisation will be invited to attend the Annual General Meeting to receive the annual report and accounts.
- 5) (Nominations for the election of new members of the Management Committee election to the Management Committee must be in writing and must be in the hands of the secretary of the Management Committee at least 14 days before the annual

general meeting. Should nominations exceed vacancies, election shall be by ballot. Should no advanced nominations be made the Chairman will have the discretion to accept nominations at the meeting.

## **N. Special General Meetings**

The Management Committee may call a special general meeting of the organisation at any time if at least five members request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

## **O. Procedure at General Meeting**

1. The secretary or other person specially appointed by the Management Committee shall keep a full record of proceedings at every general meeting of the organisation.
2. There shall be a quorum when at least 5 members of the Management Committee are present at any general meeting.

## **P. Notices**

Any notice required to be served on any member of the organisation shall be in writing and shall be served by the secretary of the Management Committee on any member either personally or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 days of posting.

## **Q. Alterations to the constitution**

1. Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.

## **R. Dissolution**

If the Management Committee decides that it is necessary or advisable to dissolve the organisation it shall call a meeting of all members of the organisation, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given if the proposal is confirmed by a two-thirds majority of those present and voting the Management Committee shall have power to realise any assets held by or on behalf of the organisation. Any assets remaining after the satisfaction of any proper debts and liabilities shall be offered to The Tilehurst Youth & Community Centre. In the event that this organisation does not exist at that time, any assets shall then be transferred to such other institution or institutions having objects similar to the objects of the organisation as the members of the organisation may determine or failing that shall be applied for some other purpose. A copy of the statement of accounts, or account and statement, for the final accounting period will be prepared and approved by the Management Committee.

**S. Arrangements until first Annual General Meeting**

Until the first annual general meeting takes place this constitution shall take effect as if references in it to the Management Committee were references to the persons whose signatures appear at the bottom of this document.

This Constitution was adopted on the date mentioned above by the persons whose signatures appear at the bottom of this document.

**Clive Taylor**

Signed..... Date .....

**Lyn Cook**

Signed..... Date .....

**Karen Shenton**

Signed..... Date .....

**Michele Gravener**

Signed..... Date .....