



CONSTITUTION

A Name

The name of the association is **THE CONNECT CLUB WELWYN AND HATFIELD DISTRICT** (“the Charity”)

B Administration

Subject to the matters set out below the Trustees (namely The Executive Committee, constituted by clause G of this constitution) will administer the charity and its property in accordance with this constitution,

C Objects

The charities objects (“the objects”) are the relief of sickness and the preservation and protection of the mental health of people suffering from mental illness by the provision of facilities for recreation and leisure time activities and such other means as the trustees may from time to time in their absolute discretion determine.

D Powers

In furtherance of the objects but not otherwise the Executive committee may exercise the following powers.

- (i) power to raise funds and invite and receive contributions, provided that in raising funds the Executive Committee shall only undertake trading activities within the guidance set out by the Charity Commission (CC35) and shall conform to any relevant requirements of the law;
- (ii) power to buy, take on, lease or exchange any property necessary for the achievement of the objects also to maintain and equip it for use;
- (iii) power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Charity;
- (iv) power subject to any consents required by law to borrow money and to charge all or any part of the property of the Charity with repayment of the money so borrowed;
- (v) power to employ such staff (who shall not be members of the Executive Committee) necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependents;

- (vi) power to cooperate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar approved purposes and to exchange information and advice with them;
- (vii) power to establish or support any charitable trusts, associations or institutions formed to achieve all or any of the objects;
- (viii) power to appoint and constitute such advisory committees as the Executive Committee may think fit;
- (ix) power to do all other lawful things necessary for the achievement of the objects.

E Membership

- (i) Membership of the Charity is open to anyone over the age of eighteen years interested in furthering the objects and who has paid the subscription set from time to time by the Executive Committee. Anyone who works as a volunteer in the various projects of the Charity (Wot-Nots and Etcetera shops and WotEver scrapstore) shall receive all benefits and entitlements after one month's continuous service. The Executive Committee reserves the right to withdraw membership if a member is away from the project for longer than three months without explanation and can waive this rule in certain circumstances.
- (ii) Every member shall have one vote.
- (iii) The Executive Committee may by a majority vote of two thirds or more of the committee and for good reason, terminate the membership of any member. In this case, the individual concerned, accompanied by a friend has the right to be heard by the Executive Committee before a final decision is made.

F Honorary Officers

At the annual general meeting of the Charity, the members shall elect from among themselves a Chair a secretary and a treasurer who shall hold office from the conclusion of that meeting.

G Executive Committee.

1. The Executive Committee shall consist of not less than three members or more than seventeen members comprising:

- (a) The honorary officers specified in clause F.
- (b) No more than fourteen members elected at the annual general meeting, or if required at a special general meeting, who shall hold office from the conclusion of that meeting.

2. The Executive Committee may also appoint up to four co-opted members so long as the co-opted members do not exceed one third of the committee. Each such appointment will be made at a special meeting of the Executive Committee called under clause J and will take effect from the end of that meeting, unless the appointment is to fill a place on the committee, in which case the appointment will run from the date the post becomes vacant.

3. All members of the Executive Committee will retire from office at the end of the next annual general meeting after the date on which they entered office; however, they may be re-elected or reappointed.
4. The proceedings of the Executive Committee are valid if a vacancy has occurred among their number, either by failure to appoint or by any defect in the appointment or qualification of a member.
5. No member of the Executive Committee can be under the age of eighteen.
6. All members of the Executive Committee must sign the minute book of the Executive Committee upon entry into office to declare their acceptance of and willingness to act as trustees of the Charity.

H Termination of Membership of the Executive Committee

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

1. is disqualified from acting as a member of the Executive Committee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
2. becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her affairs;
3. is absent without the permission of the Executive Committee from all their meetings held within a period of six months and the Executive Committee declares that his or her office is vacated;
4. notifies a wish to resign from the Executive Committee so long as at least three members of the Executive Committee remain in office when the resignation takes effect;

I Executive Committee members not to be personally interested.

No member of the Executive Committee shall acquire any interest in property belonging to the Charity other than as a trustee of the Charity, or receive remuneration or be interested in any contract entered into by the Executive Committee other than as a member of the Executive Committee.

J Meetings And Proceedings Of The Executive Committee

- (1) The Executive Committee will hold at least two ordinary meetings each year. Either the Chair or any two members of the Executive Committee can call a special meeting providing they give at least four days notice of the matter they wish to discuss to the other members of the Executive Committee. If they wish to co-opt a new committee member, twenty-one days notice applies.
- (2) The Chair will act as chair for meetings of the Executive Committee. If the Chair is absent, those members of the committee present can choose a temporary replacement before any business takes place.
- (3) At least one third of the members of the committee may form a quorum with a minimum of three members.
- (4) A simple majority of the members of the Executive Committee present and voting can determine each matter. In the event of a tie, the Chair has the casting vote.

- (5) The Executive Committee will keep minutes of all its meetings, as well as those of any sub committee.
- (6) The Executive Committee may occasionally make and alter rules for the conduct of their business, the summoning and conduct of their meetings and custody of any documents. They cannot alter any rule inconsistent with this constitution.
- (7) The Executive Committee can appoint one or more sub-committees of three or more members of the Executive Committee for the purpose of any enquiry, supervision or performance of any duty better carried out by a sub-committee, providing the sub-committee reports back promptly to the Executive Committee any acts and proceedings it has undertaken.

K Receipts and Expenditure

- (1) The funds of the Charity, including all donations, contributions and bequests will reside in an account operated by the Executive Committee in the name of the Charity at any bank they decide. All cheques drawn on the account must be signed by two members of the Executive Committee
- (2) The funds belonging to the Charity are only for use in furthering the objects.

L Property

- (1) Subject to the provision of sub-clause (2) of this clause, the Executive Committee will cause the title to any
 - (a) land held by or in trust for the Charity, which is not vested in the Official Custodian for Charities and
 - (b) investments held by or on behalf of the Charity;

to be vested either in a corporation entitled to act as custodian trustee or in not less than three individuals appointed by them as holding trustees. Holding trustees will act in accordance with the lawful directions of the Executive Committee who may remove or replace them if necessary. Provided they act only in accordance with the lawful directions of the Executive Committee, the holding trustees shall not be liable for the acts and defaults of its members.

- 2) If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the Charity, the Executive Committee may permit any investments held by or in trust for the charity to be held in the name of a clearing bank, trust corporation or any stock broking company that is a member of the International Stock Exchange (or any subsidiary of any such stock broking company) as nominee for the Executive Committee and may pay such a nominee reasonable and proper remuneration for acting as such.

M Accounts

The Executive Committee must comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) concerning;

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

- (4) the transmission of the statements of account of the Charity to the Commission.

N Annual Report

The Executive Committee will comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) regarding the preparation of an annual report and its transmission to the Commission.

O Annual Return.

The Executive Committee must comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) regarding the preparation of an annual return and its transmission to the Commission.

P Annual General Meeting.

- (1) There will be an annual general meeting in March each year or as soon as possible afterwards.
- (2) The Secretary of the Executive Committee will call the annual general meeting, giving at least twenty one days notice to all members of the Charity who are entitled to attend and vote at the meeting.
- (3) At the first annual general meeting, the members will appoint a chair of that meeting as soon as it starts. The Chair will then be chair of the subsequent annual general meeting, however if he is not present then the members present will appoint another chair as soon as the meeting starts.
- (4) The Executive Committee will present to each annual general meeting the report and accounts for the charity for the previous year.
- (5) Members of the charity will propose and second nominations for election to the Executive Committee in writing. These must be in the hands of the Secretary of the Executive Committee at least fourteen days before the annual general meeting. If there is more than one nomination for any post then the election will be by ballot.

Q Special General Meetings

The Executive Committee can call a special general meeting of the Charity at any time. If at least ten members of the charity request a special general meeting, stating their reasons in writing, the secretary will call such a meeting

R Procedure at General Meetings

- (1) The secretary or other person specially appointed by the Executive Committee will keep a full record of proceedings at every general meeting of the Charity.
- (2) A quorum will consist of at least one tenth of the members of the Charity or at least ten members present at any general meeting.

S Notices

Any notice given to any member of the Charity will be in writing and served by the Secretary of the Executive Committee to that member either in person or through the post by recorded

delivery letter to the member's last known address. The Executive Committee will consider any letter sent as received within ten days of posting.

T Alterations to the Constitution

- (1) Subject to the following provisions of this clause, a resolution passed by not less than two thirds of the members present and voting at a general meeting may alter the Constitution. The notice of the meeting must include notice of the resolution setting out the changes proposed.
- (2) No amendment may be made to clause A (the name of the Charity), clause C (the objects of the Charity), clause I (the Executive Committee not to be personally interested), clause U (the dissolution clause) or to this clause without the prior consent in writing of the Commissioners.
- (3) No amendment is permitted, which will result in the Charity ceasing to be a charity at law
- (4) The Executive Committee should promptly send to the Commission a copy of any amendment made under this clause.

U Dissolution

If the Executive Committee decides that it is necessary or advisable to dissolve the Charity, it must call a meeting of all the members of the Charity giving at least twenty one days notice and stating the terms of the resolution it wishes to propose. If a two thirds majority of those present who vote carries the resolution, the Executive Committee will have the power to realise any assets held by or on behalf of the Charity. The members may then dispose of any assets remaining after the payment of outstanding debts, to other charitable institutions having similar objects to those of the Charity or failing that, for some other charitable purpose. A copy of the statement of accounts for the final accounting period of the Charity must be sent to the Commission.

V Projects of the Charity.

- (1) The General Manager of the charity is responsible for overseeing the day to day management of the various therapeutic and employment projects of the Charity. The General Manager reports to the Executive Committee.
- (2) The various projects of the charity are run by a Management Committee, which reports to the Executive Committee. The Management Committee is composed of the General Manager and the Managers of the various projects of the charity together with the officers of the Executive Committee and such other members of the charity deemed necessary to provide the skills to undertake essential management tasks (accounts and administration, shop management, entertainments, health and safety and transport) to further the objects of the Charity. The Management Committee will be chaired by the chair of the Executive Committee.

signed on the 24th day of August 2012

Chair

Secretary

Treasurer