

# **TELFORD & WREKIN SENIOR CITIZENS FORUM**

## **CONSTITUTION**

### **1 NAME**

The name of the organisation shall be Telford and Wrekin Senior Citizens Forum.

### **2 OBJECTIVES**

To promote such charitable purposes for the benefit of older people who live in Telford & Wrekin or who are registered with a general medical practitioner within Telford & Wrekin Primary Care Trust, in particular but not exclusively of those over the age of 55 and who have charitable needs arising from their age.

### **3 MEMBERSHIP**

**3.1** Membership shall be open to all people who have an interest in older people and live in the area defined above.

**3.2** Intending members shall apply to the Management Committee.

**3.3** The Management Committee may by a simple majority vote and for reasons contrary to the aims and objectives of the Forum refuse or terminate the membership of an individual. Any such individual may appeal to the Management Committee against such a decision and may be supported by a friend in the appeal process.

### **4 TRUSTEES**

**4.1** The Trustees shall be made up of the Chair and Treasurer of the Management Committee together with 4 others appointed by the Management Committee.

**4.2** Trustees shall not hold office for more than three consecutive years without the explicit approval of the Management Committee.

**4.3** Trustees shall meet bi-annually to receive a report

**4.4** The Trustees have ultimate responsibility for directing the affairs of the charity and they:

(a) must ensure that the charity does not breach any of the requirements or rules set out in its governing document and that it remains true to the charitable purpose and objects set out there.

(b) are legally responsible for ensuring that the funds of the Forum are properly used and adequately protected and not misused for financial crime, terrorist or other criminal purposes.

(c) must ensure there is an audit trail for the movement of funds and use proactive monitoring to ensure that funds have been used for the purpose intended

(d) must ensure that the funds and assets are only being used in furtherance of the charity's purposes and must avoid undertaking activities that might place the Forum's funds, assets or reputation at undue risk.

(e) must comply with the law, including charity law and regulations and act in the best interests of the Forum, following the basic principles of good governance and avoiding personal conflicts of interest.

(f) must comply with legal principles of duty of care and duty of prudence

(g) need to identify and consider risk in the context of the day to day activities of the Forum and incorporate this in their decision making – Risks include Operational, Financial, Reputational, External and Compliance with the law and regulations in the UK.

(h) are required to prepare a Trustee Annual Report and publicly accessible reports of the accounts to be filed with the Charity Commission.

## **5 MANAGEMENT COMMITTEE**

**5.1** The membership shall at the Annual General Meeting elect Honorary Officers - a Chairman, Vice Chairman, Secretary, Treasurer and up to 15 other members to constitute the Management Committee.

**5.2** Nominations for the officers and other members of the Management Committee should be received in writing no later than 14 days before the AGM.

**5.3** The Management Committee may appoint a member to fill a casual vacancy, any such appointment to be confirmed at the subsequent General Meeting.

**5.4** Officers shall not hold office for more than three consecutive years except with the explicit approval of the AGM.

**5.5** The Management Committee shall consider the position of any officer or member who has not attended a meeting of the committee for a period of six consecutive months and may resolve to remove that member from the Management Committee.

**5.6** The Management Committee must manage the business of the Forum and have the following powers in order to further the Objectives (but not for any other purpose):

(a) to raise funds. In doing so the Management Committee must not undertake any substantial permanent trading activity and must comply with any relevant statutory regulations.

(b) to buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use.

(c) to sell, lease or otherwise dispose of all or any part of the property belonging to the charity. In exercising this power the Management Committee must comply as appropriate with sections 36 and 37 of the Charities Act 1993, as amended by the Charities Act 2006;

(d) to co-operate with other charities, voluntary bodies and statutory authorities and to exchange information and advice with them

(e) to set aside income as a reserve against future expenditure but only in accordance with a written policy about reserves.

(f) to obtain and pay for such goods and services as are necessary for carrying out the work of The Forum including the employment and remuneration of any staff.

**5.7** The Management Committee shall meet no fewer than six times per year.

## **6 GENERAL MEETINGS**

**6.1** An Annual General Meeting shall be held during September or October each year. Notice of such meeting to be given to members by the Secretary no later than 21 days prior to the meeting either in writing, by e-mail or through the Forum's Newsletter.

**6.2** Other General Meetings shall be held as determined by the Management Committee but there will be no fewer than two other General Meetings each year.

**6.3** A Special (or Extraordinary) General Meeting shall be called either by the Chairman, or at the request of no fewer than five members of the

Management Committee or at the request of no fewer than twenty members of the Forum.

## **7 COMMITTEES**

The Management Committee may appoint such sub-committees or working groups as it deems necessary and may delegate to such sub-committees such authority as is necessary within the terms of reference of any such committee as agreed by the Management Committee. No sub-committee may have delegated authority for decisions, which are the responsibility of the General Meeting.

## **8 FINANCE**

**8.1** The organisation shall have the power to raise money through donation, grant or other appropriate means as required under section 4.7. Any money received must be applied in line with the Aims and Objectives as set out in the Constitution.

**8.2** A bank account will be opened and operated on behalf of the organisation by the Treasurer. All cheques drawn on the account must be signed by the Administrator or Coordinator, together with one other signatory drawn from the Chairman, Vice Chairman, Treasurer or Hon Secretary.

**8.3** A financial statement prepared by the Administrator in conjunction with the Treasurer shall be presented to each meeting of the Management Committee and to all General Meetings.

**8.4** The Trustees shall comply with requirements of the Charities Act 1993 as amended by the Charities Act 2006 with regard to the keeping of accounts; the preparation of annual statements, the auditing of the accounts; the submission of the statement of accounts to the Charity Commission as required.

## **9 ALTERATIONS TO THE CONSTITUTION**

**9.1** Subject to the following provisions of this clause, the constitution may be altered by a resolution passed by no 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.

**9.2** Following formal registration of the organisation with the Charity Commissioners, no amendment may be made to Clauses 2 or 9 without prior consent in writing of the Commissioners.

## **10 DISSOLUTION**

**10.1** If the members, Management Committee or Trustees decides that it is necessary to dissolve the Forum a meeting shall be called of all members giving no fewer than 28 days notice of the meeting. This notice shall state the terms of the proposed resolution to close the Forum.

**10.2** If the proposal is confirmed by at least two thirds of those members attending and voting, the Management Committee and Trustees will remain in office and be responsible for winding up the affairs of the Forum in accordance with this clause

**10.3** The Trustees together with the Management Committee must collect in all the assets of the Forum and must pay or make provision for all the liabilities of The Forum.

**10.4** The Trustees together with the Management Committee must apply any remaining property or money:

- (a) directly for the Objectives

**(b)** by transfer to any charity or charities for purposes the same as or similar to the Forum

**(c)** in such other manner as the Charity Commission for England and Wales (The Commission) may approve in writing in advance.

**10.5** The members may pass a resolution before, or at the same time as the resolution to dissolve the Forum specifying the manner in which the Management Committee are to apply the remaining property or assets of the Forum and they must comply with the resolution consistent with paragraphs (a) to (c) in sub-clause (4) above

**10.6** In no circumstances shall the net assets of the Forum be paid to or distributed among the members of the Forum

**10.7** The Trustees must notify the Commission promptly that the Forum has been dissolved. If they are obliged to send the Forum's accounts to the Commission for the accounting period which ended before it's dissolution they must send the Commission the Forum's final accounts.