

16 May 2008

**The constitution of
Vision4Lee Market Town Initiative Community Group**

1. The name of the organisation shall be Vision4Lee

2. The Community Group, **that is a not for profit organisation**, shall be administered and managed in accordance with this constitution by members of the management committee as constituted by clause 7 of this constitution

3. Area of benefit – Lee-on-the-Solent, Hampshire and its neighbouring Parishes

4. Objects

The objects of the Organisation are: _

- a) To consult with those living within the area of benefit about the issues which affect their quality of life
- b) To encourage public involvement in the development and implementation of proposals and projects as a response to issues arising from these consultations
- c) To undertake these projects and activities using the skills and resources of organisations and individuals living within the area of benefit
- d) To actively promote and support the work of local organisation's working in the Lee community according to the need's of those organisations
- e) To generate and maintain a capital reserve fund to underpin the Vision4Lee ongoing operation and development, and to facilitate the projects and activities arising from objects a) – c)

5. Powers

In furtherance of the above objects the management committee may exercise the following powers

- a) To raise funds and invite and receive grants, donations and other contributions
- b) To buy or lease and to maintain any equipment or materials necessary for the achievement of the objects
- c) To buy take lease or in exchange, hire or otherwise acquire property and to maintain and equip it for use
- d) To sell lease or dispose of all or any part of the property of the organisation
- e) To borrow money and to charge all or any part of the property of the organisation with the repayment of the money so borrowed
- f) To employ paid workers (who will not be members of the management committee) as are necessary for the pursuit of the objects

- g) To publish books periodicals, pamphlets and other materials printed, recorded or electronic format and to hold the intellectual property rights in any such material
- h) To organise events as the management committee should determine
- i) To cooperate with other organisations and statutory bodies in furtherance of any of the objects
- j) To do all other such lawful things as are necessary for the achievement of the objects

5.Membership

Individual Membership is open to all over the age of 18 years who live and/or work in the area of benefit.

Individuals under the age of 18 years may be admitted into Junior Membership at the discretion of the management committee. Junior members shall not be entitled to vote at any meetings.

Group membership is open to all organisations that have an interest in or work in the area of benefit

To become a member individuals/organisations should apply to the management committee who will approve the membership as soon as possible. Any membership subscriptions will be agreed at the Annual General Meeting

The management committee may by unanimous vote and for good reason terminate the membership of any ordinary or group member. Provided that the ordinary or group member concerned shall have the right to be heard by the management committee, accompanied by a friend, before the final decision is made.

The management committee will seek and encourage support for members, organisations and projects through sponsorships from appropriate sponsors.

7. Management Committee

The management committee shall consist of no more than 12 members and shall be elected at the Annual General Meeting

The management committee shall include the following Honorary Officers, of which 50% will be elected for a minimum period of two years, on a rotational basis, i.e.

Chair and Treasurer/Vice Chair and Secretary, to ensure continuity of the

Organisation: Chair, Vice Chair, Treasurer, Secretary

And one representative from the local authority

A member of the management committee shall cease to hold office if he/she.

- a) Has been convicted of any offence involving dishonesty or deception
- b) Has been adjudged bankrupt or sequestration of his/her estate has been awarded and he/she has not been discharged
- c) Has made a composition or arrangement with, or granted a trust deed for his/her creditors and has not been discharged
- d) Has been removed by the Charity Commissioners or by any court or under the Company Director's Disqualification Act 1986 or the Insolvency Act 1986 from being concerned with the management or control of any body

- e) Has become incapable by reason of mental disorder, illness or injury, of managing his or her own affairs
- f) Is absent without permission of the management committee from all its meetings held within a period of 6 months and the management committee resolves that he/she shall cease to hold office or
- g) Notifies the management committee of his/her resignation: **provided that** at least three members of the management committee will remain in office when the notice of resignation is to take place.

8.Meetings of the Management Committee

There shall not be less than 3 meetings a year

The chair shall call a special meeting or any 2 members of the management committee upon not less than 21 days notice being given to other members about the matters to be discussed

Six members shall constitute a quorum

When a vote is taken the matter shall be decided by a majority of those present and able to vote. In the case of equality of votes the chairman shall have a second and casting vote. In the case of the chairman being absent a member of the management committee shall be nominated to stand in for the chairman at the beginning of the meeting.

9. Sub Committees

The management committee may appoint and dissolve sub committees as it thinks fit, agree terms of reference for these committees and duration of sub committees. The management committee may appoint chairpersons for these sub committees and call for reports from them.

10 Finance

The funds belonging to the organisation may only be used to further the objects as stated in this constitution

The funds of The Community Group shall be paid into an account or accounts operated by the management committee in the name of the organisation at an accredited bank or banks or other financial institution(s) as the management committee shall decide

All cheques and other instructions for the withdrawal of funds shall be signed by at least two out of three signatories as appointed at the first meeting after the AGM

An up to date statement of account shall be presented to the management committee at each committee meeting

The Treasurer shall prepare an annual statement of accounts, which shall be examined annually by an independent person appointed at the Annual General

Meeting, and these examined accounts will be presented at the Annual General Meeting.

Where funds are received for specifically defined purposes, such funds shall be held as restricted funds and shall be used only for the purposes as defined by the donor. These shall be reported in the accounts as restricted funds. If such monies cannot be spent in accordance with the conditions of their donation, any unspent balance shall be returned to the donors or their trustees or otherwise used as the trustees or donors require or permit. In the absence of such requirement or permission after reasonable notice to the donor or trustees, the management committee shall apply such funds to purposes as near as possible to those for which they were granted.

Capital reserves accumulated by the organisation will be invested prudently in an appropriate spread of investments to ensure they are not eroded by inflation in accordance with current ethical investment practice.

10. Annual General Meeting

The management committee shall call an Annual General Meeting of the organisation, which shall be held in the month of April each year, or as soon as is practicable thereafter.

At least 21 days notice shall be given to all members of the partnership who are entitled to attend and vote at the meeting.

The business of the AGM shall be

- To receive the Annual report
- To receive the accounts
- To elect members of the management committee
- To appoint an independent examiner/auditor of accounts
- To vote on proposals to alter this constitution as in clause 15
- To consider any other business for which due notice has been given
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12 Special General Meeting

The management committee may call a Special General Meeting at any time provided at least 8 members of the committee request such a meeting. At least 21-day s notice shall be given to all members of the organisation who are entitled to attend and vote at the meeting. The notice shall state the business to be discussed.

13 Procedures at an Annual General Meeting and Special General Meeting

All general meetings shall be chaired by the current chairman of the management committee or in his/her absence by a person appointed at the beginning of the meeting. The Secretary or some other person especially appointed by the meeting shall keep a full record of proceedings at every general meeting. There shall be a quorum when 12 **persons or one tenth of the membership, which ever is the lesser**, are present.

14 Entitlement to vote

Individual members shall be entitled to vote at the Annual General Meeting and special meetings

Junior members shall not be entitled to vote at the above meetings
Member organisations shall appoint one member to vote on their behalf at Annual General Meetings and special meetings

15 Alterations to the constitution

This constitution may only be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. Where the alteration involves a change to clause 4(objects) or clause 16 (dissolution) or to this clause at least 21 days notice must be given to all members.

16 Dissolution.

If the Management Committee decides to dissolve the organisation, they 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 two-thirds majority of those present and voting, the committee shall have the 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 given to such other Community Groups in Lee-on-the-Solent having similar objects to this organisation as members may determine, or if that cannot be done be applied to for some Lee-on-the-Solent community purchase.