

Following the Scheme of the Charity Commission sealed on 16<sup>th</sup> April 2004 which provided, amongst other things, a qualified power of amendment to the Deed ('the Deed') dated 8<sup>th</sup> May 1920 the members of the charity have determined to amend to main body of the Deed wherever possible as follows:-

Each of the clauses marked 1-16 be rescinded as presently stated and be replaced with the following clauses:-

**A Name**

**The name of the Association is Catforth Memorial Village Hall (hereinafter referred to as 'the Charity').**

**B Administration**

Subject to the matters set out below the Charity and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee, constituted by clause G of this constitution.

**C Objects**

The Charity's objects are:

- (a) To promote the benefit of the inhabitants of the village of Catforth, Lancashire and the neighbourhood without distinction of sex, or of political, religious or other opinions by associating the local authorities, voluntary organisations and inhabitants in a common effort to advance education and to provide facilities in the interests of social welfare for recreation and leisure-time occupation with the object of improving the conditions of life for the said inhabitants.
- (b) To maintain and manage or co-operate with any local statutory authority in the maintenance and management of such a village hall for activities promoted by the Charity and its constituent bodies in furtherance of the above objects.

**D Powers**

In furtherance of the objects but not otherwise the Executive Committee may exercise the following powers:

- (i) powers to raise funds and to invite and receive contributions provided that in raising funds the Executive Committee shall not

undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;

- (ii) power to buy, take on lease or in exchange any property necessary for the achievement of the objects and 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) as are 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 dependants;
- (vi) 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;
- (vii) power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;
- (viii) power to do all such other lawful things as are necessary for the achievement of the objects.

## **E Membership**

- (1) Membership of the Charity shall be open to:
  - (i) individuals (over the age of 18 years and living or working in the area of benefit) who are interested in furthering the work of the Charity and who have paid any annual subscription laid down from time to time by the Executive Committee and hereinafter referred to as 'full members';
  - (ii) any body corporate or unincorporated association which is interested in furthering the Charity's work and has paid any annual subscription (any such body being called in this constitution a 'member organisation').

- (iii) individuals (under the age of 18 years and living or working in the area of benefit) who are interested in furthering the work of the Charity and who have paid any annual subscription laid down from time to time by the Executive Committee and hereinafter referred to as 'junior members';
- (2) Every full member or member organisation shall have one vote.
- (3) Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of the Charity; and may appoint an alternate to replace its appointed representative at any meeting of the Charity if the appointed representative is unable to attend.
- (4) 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.
- (5) The Executive Committee may unanimously and for good reason 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 to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.

**F** *Honorary Officers*

At the annual general meeting of the Charity the members shall elect from amongst themselves a chairman, 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 9 members but shall not be subject to any maximum and shall be comprised as follows:-
  - (a) The honorary officers specified in clause F.
  - (b) Representatives from any member organisation who has used the Charity premises for 3 years or more.
  - (c) Not less than 2 and not more than 6 members elected at the annual general meeting who shall hold office from the conclusion of that meeting;

- (2) The Executive Committee may in addition appoint not more than 3 co-opted members, who shall retire at the next subsequent annual general meeting.
- (3) All members of the Executive Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or re-appointed.
- (4) The proceedings of the Executive Committee shall not be invalidated by the vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- (5) Nobody shall be appointed as a member of the Executive Committee who is aged under 18 or who would if appointed be disqualified under the provisions of the following clause.
- (6) No person shall be entitled to act as a member of the Executive Committee whether on a first or on any subsequent entry into office until after signing in the minute book of the Executive Committee a declaration of acceptance and of willingness to act in the trusts of the Charity.

#### **H Determination of Membership of Executive Committee**

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

- (1) is disqualified 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 own affairs;
- (3) is absent without permission of the Executive Committee from all their meetings held within a period of six months and the Executive Committee resolve that his or her office be vacated; or
- (4) notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).

#### **I Executive Committee Members not to be personally interested**

- (1) No member of the Executive Committee shall acquire any interest in property belonging to the Charity (otherwise than as a trustee for the Charity) or receive remuneration or be interested (otherwise than as a

member of the Executive Committee) in any contract entered into by the Executive Committee.

**J Meetings and proceedings of the Executive Committee**

- (1) The Executive Committee shall meet at least once every three months. A special meeting may be called at any time by the chairman or by any two members of the Executive Committee upon not less than 4 days' notice being given to the other members of the Executive 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 a chairman at meetings of the Executive Committee. If the chairman is absent from any meeting, the members of the Executive 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 Executive Committee for the time being or three members of the Executive 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 Executive 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 Executive Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Executive Committee and any sub-committee.
- (6) The Executive 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 Executive Committee may appoint one or more sub-committees consisting of three or more members of the Executive Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the Executive Committee.

## **K Receipts and expenditure**

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

## **L Property**

- (1) The Executive Committee shall cause the title to:
  - (a) all land held by or in trust for the charity which is not vested in the Official Custodian for Charities; and
  - (b) all 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 may be removed by the Executive Committee at their pleasure and shall act in accordance with the lawful directions of the Executive Committee. 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.

## **M Accounts**

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to:

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

## **O Annual Return**

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

## **P Annual General Meeting**

- (1) There shall be an annual general meeting of the Charity which shall be held in the month of **March** in each year or as soon as practicable thereafter.
- (2) Every annual general meeting shall be called by the Executive Committee. The secretary shall give at least 21 days' notice of the annual general meeting to all the members of the Charity. All the members of the Charity shall be entitled to attend and vote at the meeting.
- (3) 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 of subsequent annual general meetings, but if he or she is not present, before any other business is transacted, the persons present shall appoint a chairman of the meeting.
- (4) The Executive committee shall present to each annual general meeting the report and accounts of the Charity for the preceding year.
- (5) Nominations for election to the Executive committee must be made by members of the Charity in writing and must be in the hands of the secretary of the Executive Committee at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by ballot.

## **Q Special General Meetings**

The Executive Committee may call a special general meeting of the Charity at any time. If at least ten 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.

#### **R Procedure at General Meetings**

- (1) The secretary or person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of the Charity.
- (2) There shall be a quorum when at least one tenth of the number of members of the Charity for the time being or ten members of the Charity, whichever is greater, are present at any general meeting.

#### **S Notices**

Any notice required to be served on any member of the Charity shall be in writing and shall be served by the secretary or the Executive 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.

#### **T Alterations to the Constitution**

The Scheme sealed 16<sup>th</sup> April 2003 shall apply in this regard.

#### **U Disposal of Property Asset**

The Trustees shall if so directed by the votes of a majority of not less than two-thirds of the parishioners of the Parish of Catforth present and voting by ballot at a meeting of those parishioners of which not less than 14 days notice stating that a resolution will be proposed thereat has been posted in a conspicuous place in the club premises and advertised in a newspaper circulating in the said Parish, sell the club premises (subject to the approval of the Charity Commissioners). All monies arising from such sale (after satisfaction of any liabilities of the club or of the trustees) shall be applied either in the purchase of other premises approved by the committee and to be held upon the trusts for the purposes and subject to the provisions herein before set forth, or as near thereto as circumstances will admit, or for some other purposes for the inhabitants of Catforth to be approved by the said Commissioners and shall in the meantime be invested in any mode authorised by law for the investment of trust funds and the income of any such investments shall be accumulated by investing the same and the resulting income thereof in like manner as an addition to and to be applied as the capital of such investments.



This document was accepted by the membership, having received such prior consent from the Charity Commission as is required, on the date mentioned below and is signed by the persons whose signatures appear at the bottom of this document and who, at the date of signing, are the members of the Executive Committee.

**DATE:** .....

**Signed** .....

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