

CONSTITUTION

1 Name

The name of the association shall be Headlands Out of School Club (hereafter called the Group).

2 Objects

The objects of the group shall be:

- a) To provide the necessary care and recreation of children during out of school hours and school holidays.
- b) To advance the education and training of persons in the provision of such care and recreational facilities.

3 Powers

In furtherance of the said objects but not further or otherwise the Group shall have the following powers:

- a) To raise funds and apply for, invite, obtain, collect and receive contributions from any other persons whatsoever by way of subscription, donation, grant, legacy and otherwise: provided that the Group shall not undertake any permanent trading activities in raising funds for the said objectives.
- b) To employ on such terms and conditions of employment as the Group shall determine any paid or voluntary worker or workers to assist in the attainment of the said objectives.
- c) To do all such other lawful things as shall further the attainment of the said objectives or any of them.

4 Membership

- a) Parents or guardians of children who are on the attendance register of the Group are automatically members of the Group. Membership is also open to all other persons who are interested in furthering the work of the Group.
- b) The committee hereinafter constituted shall have the right:
 - i. To approve or reject applications for membership.
 - ii. For good and sufficient reason to terminate the membership of any member, provided that the member concerned shall have the right to be heard by the committee before a final decision is made.
- c) Every family shall subscribe to the Group such annual sum (if any) for the next financial year as shall be determined at the Annual General Meeting hereinafter mentioned and the words "financial year" shall mean the period 1st September to 31st August inclusive.

5 Honorary Officers

- a) At the Annual General Meeting hereinafter mentioned, the Group shall elect a Chairperson, a Secretary and a Treasurer (hereinafter called "The Honorary Officers") being persons who are members of the Group.
- b) The Honorary Officers shall hold office until the conclusion of the next Annual General Meeting after their election but shall be eligible for re-election provided that no Officer shall hold office for more than five consecutive years.
- c) On the expiration of such period, two further years must elapse before any former Officer shall be eligible for re-election.
- d) The Honorary Officers shall be ex-officio members of the committee hereinafter constituted.

6 Committee

- a) Save as otherwise herein provided, the policy and general management of the affairs of the Group shall be directed by the committee, hereinafter constituted.
- b) The committee shall consist of The Honorary Officers and not more than five other members of the group elected by the Annual General Meeting hereinafter mentioned.
- c) In addition to the Honorary Officers and the members so elected, the committee may co-opt to serve on the committee in an advisory capacity, other invested individuals or representatives of statutory or voluntary agencies active in the locality or of such other organisations as the committee may determine, provided that no such co-opted member shall be entitled to vote.
- d) The members of the committee shall hold office until the conclusion of the Annual General Meeting next after their election or co-option, as the case may be, but shall be eligible for re-election or re-co-option.
- e) The committee shall meet not less than six times per year.
- f) Two thirds of the total number of trustees shall constitute a quorum.
- g) Minutes shall be kept by the committee, and the secretary shall enter a record of all proceedings and resolutions of the committee.

7 General Meetings

- a) The first general meeting of the Group shall be held not later than 1st September 1992 and once in each year thereafter an Annual General Meeting of the group shall be held at such time (not being more than 15 months after the holding of the preceding Annual General Meeting) and such as the committee shall determine.

At such Annual General Meeting the business shall include:

- i. The receipt of the Annual Report and the Accounts for the year preceding from the committee.
 - ii. The appointment of an external assessor of accounts.
 - iii. The election of the Honorary Officers and the members (other than co-opted members) to serve on the committee.
 - iv. The determination of the annual membership subscription payable under 4c hereof.
 - v. The transaction of such other matters as may from time to time be necessary.
- b) The committee may at any time and the Secretary shall within 21 days of receiving a written request to do so, signed by not less than one quarter of the members of the Group and giving reasons for the request, call a Special General Meeting of the Group.
- c) Notification of the General Meeting shall be given in writing by the Secretary to all members not less than 28 days prior to the meeting.
- i. The quorum for a General Meeting shall be one quarter of the total membership for the time being of the Group or such other number of the Group in General Meeting shall from time to time determine.
 - ii. Save as otherwise herein provided, all questions arising at a General Meeting shall be decided by a simple majority of those present and voting thereat. A member of the Group shall be entitled to appoint a proxy who shall be a member of the Group to attend any General Meeting that they are unable to attend and to exercise the vote of the member in whose stead they are attending in addition to their own vote. Provided that no such entitlement shall apply in respect of clauses 9 and 10 hereof. Save as foresaid, no person shall exercise more than one vote but in the case of all equality of votes the Chair or in their absence, the member elected to chair the meeting, shall have second or casting vote.

8 Finance

a) Accounts

The committee shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to:

- i. The keeping of accountancy records for the Group.
- ii. The preparation of annual statements of account for the Group.
- iii. The auditing or independent examination of the statements of account for the Group.
- iv. The transmission of the statements of account of the Group to the Commissioners.

b) Annual Report

The committee shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an Annual Report and its transmission to the Commissioners.

c) Annual Return

The committee shall comply with their obligation under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with the preparation of all Annual Returns and its transmission to the Commissioners.

d) Funds

The funds of the Group shall be applied in furtherance of its objectives and no payments shall be made to any member except for the services actually rendered as the Committee except reasonable and proper out of pocket expenses.

e) Bank Account

A Bank Account shall be opened in the name of the Group with the Barclays Bank, or such other Bank as the Committee may from time to time determine.

The Committee shall authorise in writing the Treasurer and three other people, being either members of the Committee (not being co-opted members) or employees of the Group, to sign cheques on behalf of the Group. All cheques must be signed by not less than two of the four authorised signatories, at least one of whom shall be a Committee member.

9 Alterations to the Constitution

No alteration to this constitution shall be made except at a General Meeting of the Group called for this purpose. No alteration shall be made which would cause the Group to cease to be a charity in law. Alterations or additions to the constitution shall receive the assent of not less than two thirds of the members present and voting at a General Meeting.

10 Dissolution

The Group may be dissolved by a resolution passed by a two-thirds majority of those present and voting at a Special General Meeting convened for the purpose of which 21 days notice shall be given.

Such a resolution may give instructions for the disposal of any assets held by or in the name of the Group but provided that if any property remains after the satisfaction of all debts and liabilities, such property shall not be paid to or distributed amongst the members of the Group but shall be given or transferred to such other charitable institutions having objectives similar to some, or all of the objectives of the Group as the Group may determine and if and in so far as effect cannot be given to this provision then to some other charitable purpose.