

## **REDBOURN CARE GROUP**

**Registered Charity Number 297955**

### **CONSTITUTION**

#### **NAME**

1. The organisation shall continue to be known as the Redbourn Care Group, and in this Constitution is referred to as “the Group”.

#### **PURPOSES**

2. The Group is established for charitable purposes only namely to promote any charitable purpose for the benefit of the community in the Parish of Redbourn Hertfordshire and its environ (hereinafter called “the area of benefit”) and in particular the protection of health, the relief of poverty, distress, sickness and loneliness.

#### **MEMBERSHIP OF THE GROUP**

3.
  - a. The members of the Group shall be those persons who sign a membership application form and are accepted by the Management Committee for membership.
  - b. Any statutory or voluntary organisation which is pursuing any of the said purposes may be invited by the Group to participate in the work of the Group and to appoint such person or persons as a representative member as the Group may from time to time determine.
  - c. The Group may also from time to time invite any person holding such office as the Group may determine to become an ex officio member of the Group.

#### **OFFICERS**

4.
  - a. At the Annual Meeting the Group shall elect the following officers:
    - i. Chair
    - ii. Vice-chair
    - iii. Treasurer
    - iv. Secretary
    - v. Care Office Manager (unless this role is contracted out)
    - vi. Minibus Manager
    - vii. Street Contact Coordinator

All members appointed to these positions shall retire at the next Annual Meeting but shall be available for re-election if they so desire.

- b. If an office should fall vacant during the year, then the vacant position may be filled by a member or members appointed by the Management Committee until the next Annual Meeting.

#### **MANAGEMENT COMMITTEE**

5. The management of the Group and the control of its finance during the year shall be in the hands of a Committee called the Management Committee consisting of the officers listed above and up to three other members; the officers and the other Committee members shall be elected by and out of the Group’s members at the Annual Meeting; they shall hold office until close of business at the next Annual Meeting and be eligible for re-election.

## ADVISORY COMMITTEE

6.
  - a. There shall be an Advisory Committee or Committees whose function and duty it shall be to advise the Management Committee upon such matters as may from time to time be referred to them by the Management Committee for that purpose.
  - b. The following Advisory Committees may be formed namely a Finance Committee, a Mini-bus Committee and an Events Committee. Advisory Committees may co-opt members from the Group and other persons interested in the work of the Group, but no Advisory Committee shall have power to co-opt more than one quarter of its total membership from outside the membership of the Group.

## POWERS

7. In furtherance of the purposes of the Group but not otherwise the Management Committee shall have and may exercise the following powers:
  - a. Power to promote and organise co-operation in the achievement of the above purposes and to that end to work with and support representatives of the statutory authorities and voluntary organisations engaged in the furtherance of the above purposes within the area of benefit.
  - b. Power to raise funds and invite contributions provided that in raising funds the Management Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law.
  - c. Power to buy, take on lease or in exchange any property necessary for the achievement of the purposes of the Group and to maintain and equip it for use.
  - d. Power subject to any consents required by law to borrow money and to charge all or part of the property of the Group with repayment of the money so borrowed.
  - e. Power to employ such staff (who shall not be members of the Management Committee) as are necessary for the proper pursuit of the purposes of the Group and to make all reasonable and necessary provision for the payment of salary, pension and expenses for staff and their dependents.
  - f. Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the charitable purposes of the Group or similar charitable purposes and to exchange information and advice with them.
  - g. Power to write, print, publish, issue and circulate any reports, periodicals, books, pamphlets, leaflets or other documents.
  - h. Power to arrange and provide for and join in arranging and providing for the holding of exhibitions, meetings, lectures and classes.
  - i. Power to terminate the membership of any individual, provided that the decision of the Management Committee (with the exception of (i) the individual concerned if he or she is a member of the Management Committee and (ii) any member of the Committee making or connected with the complaint against the individual) is unanimous both as to the termination and as to there being good reason for it, and provided the individual concerned shall have a right to be heard by the Committee, accompanied by a friend if desired, before a final decision is made.
  - j. Power to do all such other lawful things as are necessary or reasonably necessary for the achievement of the charitable purposes.

## **EQUAL OPPORTUNITIES**

8. It is RCG's policy to treat all persons with dignity and respect. No individual shall be excluded from membership of the Group or de-barred from an official capacity on the Management Committee on the grounds of age, being or becoming a transsexual person, being married or in a civil partnership, being pregnant or having a child, disability, race including colour, nationality, ethnic or national origin, religion, belief or lack of religion/belief, sex, and sexual orientation.

## **FINANCE**

9. Unless otherwise agreed, the following financial arrangements shall operate:
- a. The financial year for the Group shall run from the 1<sup>st</sup> day of September to the 31<sup>st</sup> day of August in each year.
  - b. A banking account shall be opened or continue in the name of the Group and cheques shall be signed by any two of the Officers.
  - c. The income and property of the Group wheresoever derived, shall be applied solely towards the promotion of the purposes of the Group as set forth in this constitution, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to any member of the Group. Provided that nothing therein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant of the Group not being a member of the Management Committee; except in so far as the s73 A-C of the Charities Act 1993 as amended 2006 allows or the repayment of reasonable out-of-pocket expenses.
  - d. The financial accounts shall be audited or examined to the extent required by law, or if there is no such requirement, scrutinised by a person who is independent of the Management Committee and then submitted to the members at the Annual General Meeting.

## **MEETINGS**

- 10.
- a. The Annual Meeting of the Group shall be held in each year at such time (being not more than 15 months after the holding of the preceding Annual Meeting) and at such a place as the Management Committee shall determine and the Secretary shall give at least 21 clear days' notice in writing to the members.
  - b. An Extraordinary Meeting may be called by the Chair or the Vice-Chair acting in the absence of the Chair at 14 clear days' notice in writing being given to members by the Secretary and shall be called by the Secretary upon receipt of a written request to the Secretary signed by at least 15 members.
  - c. At the Annual Meeting the business shall include the election of officers, the appointment of an auditor or examiner of the accounts of the Group as the case may require and the consideration of an annual report of the work done by or under the auspices of the Group and of the audited or examined accounts, and (if required) the appointment of trustees or a custodian trustee or a trust corporation to hold property on behalf of the Group.
  - d. The proceedings of the Group shall not be invalidated by any failure to appoint or any defect in the appointment, election or qualification of any member.
  - e. The quorum at the Annual Meeting or any Extraordinary Meeting of the Group shall be such number as the Group may from time to time or at such said Meeting so determine.

- f. The Management Committee and the Advisory Committee or Committees shall each meet (not less than twice per annum) at such times and places as they may in their own absolute discretion think fit and they shall each have control of their own procedures insofar as those procedures do not conflict with the Constitution.

### **DISSOLUTION**

11. The Group may at any time be dissolved by a resolution passed by a two-thirds' majority of those present and voting at an Annual Meeting or at an Extraordinary Meeting of the members. Such resolution may give instructions for the disposal of any assets held by or in the name of the Group, and any assets remaining after the payment of proper debts and liabilities shall not be paid to or distributed among the members of the Group, but shall be given or transferred to a charitable institution or institutions having similar purposes to those of the Group and in default of agreement as to such other charitable institution or institutions then the question shall be referred to the Charity Commissioners for their determination.

### **AMENDMENT OF CONSTITUTION**

12. This Constitution may be amended by a two-thirds' majority of the members present at any Annual or Extraordinary Meeting provided that fourteen days' prior notice of the proposed amendment has been sent to all members and provided that nothing herein contained shall authorise any amendment which would have the effect of causing the Group to cease being a Charity.

### **INTERPRETATION**

In this Constitution, unless the context otherwise requires, the singular includes the plural and the masculine includes the feminine and vice versa. Headings are for reference only and shall not be taken into consideration in interpretation.

This Constitution was amended at the Annual Meeting of the Group held on 18 October 2018.

Signed by Chair

Dated