



# BARTON LE WILLOWS VILLAGE HALL CONSTITUTION

**CHARITY -1102214**

**Adopted on the 26<sup>th</sup> day of November 2003;  
Amended on the 19<sup>th</sup> day of November 2014**

## 1. NAME

The name of the Association is Barton le Willows Village Hall – 'the Charity'

## 2. 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 Section 7 of this constitution.

## 3. OBJECTS

In accordance with the Deed of Gift, dated the sixth day of April 1960, of the land on which the Village Hall stands, the Charity's objects are 'to provide a Village Hall for the use of the inhabitants of the area of benefit without distinction of sex or of political, religious or other opinions, and in particular for use of meetings. Lectures and classes and for other forms of recreation and leisure time occupation, with the object of improving the conditions of life for the said inhabitants'

## 4. POWERS

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

- 1) power to raise funds and to invite and receive contributions providing 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;
- 2) power to buy, take on or lease or exchange any property necessary for the achievement of the Objects and to maintain and equip it for use
- 3) power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Charity
- 4) 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
- 5) 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
- 6) power to establish or support any charitable trusts, associations or institutions formed for all or part of the Objects
- 7) power to do all such lawful things as are necessary for the achievement of the Objects

## 5. MEMBERSHIP

- 1) Membership of the Charity shall be open to individuals (over the age of 18 years) who reside in the villages of Barton le Willows, Barton Hill, Bossall, Crambe, Harton and Howsham or who are interested in furthering the work of the Charity and who have paid any annual subscription as laid down from time to time by the Executive Committee
- 2) Every member shall have one vote
- 3) The Executive Committee may unanimously and for good reason terminate the membership of any individual: provided that the individual concerned shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made

## 6. HONORARY OFFICERS

At the first Annual General Meeting of the Charity the members shall elect from amongst themselves a Chairman, Secretary and Treasurer. The Chairman shall hold office for a single year and the Secretary and Treasurer for two years from the conclusion of that meeting. At subsequent elections the term of office shall be two years for all three Officers

## 7. EXECUTIVE COMMITTEE & MANAGEMENT COMMITTEE

- 1) The Executive Committee shall consist of up to a maximum of seven [7] Trustees; the Chairman, Treasurer and Secretary of the Executive Committee will be drawn from these seven Trustees and be elected for a period of two years as Honorary Officers. These Honorary Officers may be re-elected at the end of such term.
- 2) This Executive Committee may in addition appoint no more than seven [7] co-opted members who may also represent the constituent communities of Barton le Willows, Barton Hill, Bossall, Crambe, Harton and Howsham. The maximum of seven Trustees and seven Co-optees will form the Management Committee
- 3) The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member
- 4) 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 7 (5):
- 5) No person shall be entitled to act a member of the Executive Committee whether on a first or on any subsequent entry into office until after signing the Minute Book of the Management Committee, a declaration of acceptance and of a willingness to act in the trusts of the Charity

## 8. EXECUTIVE COMMITTEE MEMBERSHIP DETERMINATION

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

- 1) is disqualified from acting as a member of the Executive Committee by virtue of Section 72 of the Charities Act 1993 or any statutory re-enactments 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 the 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 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

## 9. EXECUTIVE COMMITTEE NOT TO BE PERSONALLY INTERESTED

No member of the Executive Committee shall acquire any interest in property belonging to the Charity (otherwise as a Trustee for the Charity) or receive remuneration or be interested (otherwise as a member of the Executive Committee) in any contract entered into by the Executive Committee

## 10. MEETINGS & PROCEEDINGS OF THE EXECUTIVE COMMITTEE

- 1) The Executive Committee and its co-opted Members - comprising the Management Committee - shall hold at least two ordinary meetings each year. 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 7 day's notice being given to the other members of the Executive Committee of the matter to be discussed but if the matters include an appointment of a co-opted member then not less than 21 day's notice must be given
- 2) The Chairman shall act as chair 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 chair of the meeting before any business is transacted
- 3) There shall be a quorum when at least three members of the Executive Committee are present at the 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/folders 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.

## 11. RECEIPTS & 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 of the Charity

## 12. PROPERTY

- 1) Subject to the provisions of sub-clause (2) of this section, the Executive Committee shall cause the title to:
  - (a) all land held by or in trust for the Charity to be 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 no fewer than three individuals appointed by them as holding trustees. Holding trustees may be removed by the Executive Committee at its pleasure and shall act in accordance with the lawful directions of the Executive Committee, provided that 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
- 2) If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the Charity, the Executive Committee may permit any investments held by or on trust for the Charity to be held in the name of a clearing bank, trust corporation or any stockbroking company which is a member of the International Stock Exchange (or any subsidiary of any such stocktaking company) and may pay such nominee reasonable and proper remuneration for acting as such

## 13. 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 account statements for the Charity
- 3) the auditing or independent examination of the statements of account of the Charity (if applicable to the revenues and income generated) and
- 4) the transmission of the statements of account of the Charity in the manner applicable to the revenues and income generated by the Charity to the Charities Commission and as advised by the Commission

#### 14. 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 Charities Commission - if deemed necessary by the Commission itself

#### 15. 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 Charities Commission as required by the Commission itself

#### 16. ANNUAL GENERAL MEETING

- 1) There shall be an Annual General meeting of the Charity which shall be held in November each year or as soon as is practicable thereafter
- 2) Every 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 members of the Charity. All members of the Charity shall be entitled to attend and vote at the meeting
- 3) Before any business is transacted at the first annual general meeting, the persons present shall appoint a Chair of the meeting. The Chair shall be the chair of subsequent general meetings but if he/she is not present, the persons present shall appoint a Chair for the meeting
- 4) The Executive Committee shall present to each annual general meeting the report and annual accounts of the Charity for the preceding year
- 5) Nominations for election as Officers of the Executive Committee may be made by members of the Charity, either verbally or in writing, at any time before the election. In the event that nominations exceed vacancies, election shall be by ballot

#### 17. 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 considered

#### 18. PROCEDURE AT GENERAL MEETINGS

- 1) The Secretary or other 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 EIGHT members of the Charity are present at any General Meeting

## 19. 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. Any letter so sent shall be deemed to have been received within 10 days of posting

## 20. ALTERATIONS TO THE CONSTITUTION

- 1) Subject to the following provisions of this section the Constitution may be altered by a resolution passed by not 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(s) proposed
- 2) No amendments may be made to Clause 1, Clause 3, Clause 9, Clause 21 or of this Clause (20) without the prior consent in writing of the Charity Commissioners
- 3) No amendments may be made which would have the effect of making the Charity cease to be a charity at law
- 4) The Executive Committee should promptly send to the Charity Commission a copy of any amendment under this clause

## 21. DISSOLUTION

If the Executive Committee decides that it is necessary or advisable to dissolve the Charity it shall call a meeting of all members of the Charity, of which not less than 21 days notice shall be given, stating the terms of the resolution proposed. To reach the widest possible membership, the Executive Committee shall call this meeting by posting agendas on village notice boards and by ensuring a suitable notice appears in the local press. If the proposal is confirmed by a two thirds majority of those present and voting, the Executive Committee shall have power to realize any asset held by or on behalf of the Charity. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having Objects similar to the Objects of the Charity as the members of the Charity may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts or account and statement, for the final accounting period of the Charity must be sent to the Charity Commission.

**This amended constitution was adopted at the Charity's AGM held on 19th November 2014.**