

THE CONSTITUTION OF THE
NEW MILTON & DISTRICT COMMUNITY
ASSOCIATION

(Issue 12 dated 10 June 2019)

Now replaced by Issue 13 dated 9th October 2023

THE COMMUNITY CENTRE, OSBORNE ROAD, NEW MILTON, HANTS

Registered Charity No. 301897

NEW MILTON & DISTRICT COMMUNITY ASSOCIATION

THE CONSTITUTION

Agreed at the Special General Meeting on Monday 4 June 1984 and subsequently altered (an Amendment Record is available on request).

1. **Name**

The name of the Association shall be the New Milton & District Community Association (hereinafter called "The Association").

2. **Objects**

The objects of the Association shall be:-

(a) To consider the interests of the inhabitants of New Milton and the Area without distinction of race, colour, sex or of political, religious or other opinions by associating with Local Authorities, Voluntary Organisations and the 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 facilities.

(b) To manage and maintain the Community Centre (hereinafter called "The Centre") for activities promoted by the Association and other Organisations.

3. **Membership**

Membership shall be of three kinds; individual, junior and affiliated.

(a) Individual

Persons aged 18 or over who shall be called Full Members, each of whom is entitled to vote at a General Meeting.

(b) Junior

Persons under the age of 18 whose parents or guardians are Members of the Association may join at a fee of 50% of the adult rate. They shall be accompanied by a parent or guardian on visits to the Centre. Junior Members shall not have the power to vote at General Meetings.

(c) Affiliated Groups

Affiliated Groups shall be the local Statutory Authorities and such other Organisations who support the objects of the Association.

The Executive Committee shall have the right for good and sufficient reasons to terminate the membership of an Individual Member or of an Affiliated Group or its representative, provided that the person or Group concerned shall have the right to be

heard by the Executive Committee before its decision is made.

4. Subscriptions

All Members and Affiliated Groups shall pay such subscriptions as the Executive Committee may from time to time determine and are agreed at the A.G.M. This shall be due on the first day of January in each year or as otherwise decided by the Executive Committee.

Membership of any kind shall automatically lapse if payment of any subscription is not received by the last day of February.

5 Sections

A number of individual members meeting together for a common purpose consistent with the objects of the Association (e.g. Bridge, Art, Dancing, Handicraft, etc.) shall be known as a Section. Each Section shall appoint a Committee who will be responsible for the conduct of the Section's affairs in accordance with this Constitution and Standing Orders. Such Committees shall be Sub-Committees of the Executive Committee (Clause 7). A Section must contribute to the cost of room usage and may require its members to pay a subscription or fee, additional to the normal membership subscription to the Association, for the purpose of financing the Section's activities.

It shall submit a balance sheet annually at 31st December to the Association's Treasurer.

The formation of a Section shall imply acceptance by its members of their willingness to co-operate in the furtherance of the Association's aims and activities generally. If a Section wishes to raise a matter of substance with the Executive Committee it may request the Secretary to place the matter on the agenda for the next meeting of that Committee and may send its nominee to attend and speak when the item is discussed. Membership of a Section shall be at the discretion of its Committee.

6. Activities

A group of Members not organised as a Section but who use rooms on a regular basis when not required by Sections - who have priority over Activities on room usage.

Activities must contribute to the cost of room usage. This may be by payment made by Members at the time of the activity.

7. Executive Committee

Subject to the limitations set out in Clause 9 hereof the policy and general management of the affairs of the Association shall be decided by the Executive Committee

The Chairman of the Executive Committee shall be the Chairman of the Association. Each Appointee shall have specific responsibilities and shall hold office until the next appointment of such Committee.

The Executive Committee shall decide when, where and how often it shall meet, but

not less than ten times per year. In the event of a vacancy occurring it shall be filled by the Executive Committee. It shall have the power to co-opt additional members from Full Members up to a maximum of one third of the total number of elected members.

At Executive Committee meetings the Chairman of the meeting shall be the Chairman of the Association, or the Vice Chairman, or, failing that such member of the Committee as the Committee members shall elect.

The Executive Committee shall have the power to appoint or dissolve such Committees and Sub-Committees as it may from time to time decide, and it shall determine such Committees' powers and terms of reference. It may revoke any appointment made by it to such Committee.

8. Honorary Officers.

(a) Election of Officers

- (i) The procedure for election of Officers should be advised to members in a Newsletter and on the notice board not less than ten weeks prior to the Annual General Meeting.
- (ii) The Annual General Meeting shall elect, for one year's service, a President, Chairman, Treasurer and Secretary, also such officers as necessary to undertake the business of the Association, to form an Executive Committee of no more than twelve plus the President.
- (iii) Nominations for the post of President, Chairman and other Officers must be submitted to the Secretary not less than six weeks prior to the Annual General Meeting. Each nomination should contain the name of a seconder, and the person so nominated should be agreeable to his/her name being submitted. All nominees MUST be fully paid-up members of the Association. Late nominations may be considered under (viii).
- (iv) A President shall be elected annually to serve for not more than five consecutive years. The President shall be appointed as a non-voting member of the Executive Committee.
- (v) A Chairman shall be selected by members of the Executive Committee following receipt of nominations from members. Such selection shall be subject to approval by members at the Annual General Meeting.
- (vi) Other members of the Executive Committee shall be eligible for re-election without further nomination. Members of the Executive Committee previously co-opted under (viii) below should be nominated for election under (ii) above.
- (vii) The Vice Chairman shall be appointed by the Chairman following consultation with members of the Executive Committee.

- (viii) As stated in paragraph 7 above, the Executive committee may: * fill vacancies occurring among its officers for the remainder of the term of office. * Co-opt additional members from fully paid-up members of the Association up to a maximum of one third of the total number of members elected under (ii) above. The Chairman and Vice Chairman may attend all meetings of committees and sub-committees.

(b) Independent Trustees

The number of Independent Trustees shall not be less than two nor more than four. The Trust shall not be void by the number falling below the minimum but the Executive Committee shall restore the number of Independent Trustees as quickly as possible. Such Trustee shall cease to be a trustee when his resignation has been reported to, and accepted by the Executive Committee.

(c) Paid Officers

The Executive Committee shall have the power to appoint and dismiss such employees of the Association as it may from time to time determine. The Executive Committee shall determine which (if any) of the persons employed by or seconded to the Association shall be members of the Association, and the Executive or other Committees.

9. Annual General Meeting

Once in each year, not later than 30th June, the Executive Committee shall convene an Annual General Meeting of the Association which all individual Members and representatives of each of the Affiliated Groups shall be entitled to attend for the purpose of:-

- (a) Receiving the Annual Report of the Executive Committee.
- (b) Receiving the Annual Statement of Accounts.
- (c) To set the Annual Subscription and Affiliate fee for the following year
- (d) Appointing Honorary Officers of the Association.
- (e) Appointing an independent Examiner of Accounts.
- (f) Making recommendations to the Executive Committee.
- (g) When necessary, voting on proposals to amend the Constitution in accordance with Clause 16.
- (h) To consider, and vote on, any Resolutions put forward. Such Resolutions to be submitted to the Secretary at least two weeks before the AGM.
- (i) Appointing, if desired, Honorary Vice-Presidents of the Association as recommended by the Executive Committee.

Such Vice-Presidents shall serve for a maximum period of five years, after this they shall become Past Vice- Presidents in recognition of their valuable services to the Association. The total number of Honorary Vice-Presidents shall not exceed six at any one time.

Notice of the Annual General Meeting shall be given to Members by the posting of suitable notices within the Centre not less than 6 weeks before the date set for the meeting. A copy of the independently examined accounts for the current year shall also be displayed with this notice. A copy of the accounts shall be provided for any Member who wishes to have a personal copy.

All fully paid-up Members and one Affiliate Representative from a Group shall be entitled to vote at the A.G.M.

The Chairman at the commencement of the Annual General Meeting shall be the President, whom failing, such Full Member as the Meeting shall appoint.

But following his/her election the new Association Chairman shall chair the remainder of the meeting.

10. Special General Meetings

The Chairman of the Association, or the Secretary, may at any time at their discretion, and within 3 weeks of receiving a written request to do so, signed by 20 Full Members and giving reasons, call a Special General Meeting of the Association for the purpose of ;-

(a) Altering the Constitution in accordance with Clause 16.

(b) Considering any other matter proper to the objects of the Constitution of the Association.

At least 2 weeks' notice of such a Meeting shall be given by displaying a Notice within the Centre.

11. Procedure at Meetings

(a) Voting

Subject to the provisions of Clause 16, all Questions arising at any meeting shall be decided by a simple majority of those present, entitled to vote and voting thereat. No Member or Affiliate Group Representative shall exercise more than one vote, but the Chairman shall have a second or casting vote in the event of a tie.

Requests for proxy voting should be submitted to the Secretary in writing no later than 2 weeks before the AGM.

(b) Quorum

One third of its members (minimum of three) shall form a quorum at meetings of the Executive and all other Committees and Sub-Committees.

Should any meeting not have a quorum present it should be re- convened as soon as possible thereafter.

30 persons entitled to vote thereat shall form a quorum at General Meetings.

(c) Minutes

Proper minutes shall be kept of all meetings by the Association Secretary or by the Secretary of the meeting as the case may be.

12. Standing Orders and Rules

The Executive Committee shall have the power to adopt and issue Standing Orders and/or Rules for use at the Centre. Such Standing Orders and Rules shall come into operation immediately, but shall not be inconsistent with the provisions of this Constitution.

13. Finance

- (a) All monies raised by or on behalf of the Association shall be applied to further the objects of the Association.
- (b) The Financial Year shall end on 31st December
- (c) The Honorary Treasurer shall keep proper accounts of the finances of the Association.
- (d) The accounts shall be subject to an inspection at least once per year by an independent Examiner of Accounts who shall be appointed at the Annual General Meeting.
- (e) An independently inspected statement of accounts for the preceding financial year shall be submitted by the Executive Committee to the Annual General Meeting.
- (f) The Centre Manager shall have the authority to spend an amount, complying with any terms, set by the Executive Committee, without referral back to that Committee.

13.1 Goods and Services

The Executive Committee shall on behalf of the Association be entitled to enter into contracts in pursuance of the objectives of the Association.

13.2 Investments and Borrowings

The Executive Committee shall on behalf of the Association in pursuance of the objectives of the Association be entitled to:-

- (a) Deposit or invest funds, employ a professional fund-manager, and arrange for the investments or other property of the Charity to be held in the name of a nominee, in the same manner and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act 2000;
- (b) Borrow monies and charge the whole or any part of its property as security for the repayment of the money borrowed, if so required. The Charity must comply as appropriate with Sections 124 and 125 of the Charities Act 2011, if it wishes to mortgage land;
- (c) Buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;

(d) Sell, lease or otherwise dispose of all or any part of the property belonging to the Charity. In exercising this power, the Charity must comply as appropriate with Sections 117 and 119-123 of the Charities Act 2011;

(e) Enter into Credit Agreements; and

(f) Any arrangement not specifically identified under this section shall be subject to Executive Committee approval as per 13.3

13.3 Authorisation

Financial contracts are subject to direct or delegated approval by the Executive Committee whereby such action is approved and minuted by the Committee.

14. Trust Property

Any Member shall accept that all Association records, whether provided by the Association or created by the Member in connection with their work for the Association, and any software provided by the Association, shall only be used for the purposes of the Association and remain its property at all times.

The Member undertakes that, should he or she discontinue their role within the Association they will return all such records to an appropriate Officer as directed by the Committee.

The title of any and all real property which may be acquired by or for the purpose of the Association shall be vested in the Trustees, who shall be appointed by the Executive Committee and shall enter into a Deed of Trust setting forth the purposes and conditions under which they hold the said property in trust for the Association.

15. Dissolution

If, the Executive Committee by a simple majority decides at any time that on the grounds of expense or otherwise it is necessary, or advisable, to dissolve the Association, it shall call a meeting of all Members of the Association who have the power to vote and of the inhabitants of the postal area BH25 of the age of eighteen years and upwards. Of which meeting not less than 3 weeks notice (stating the terms of the Resolution to be proposed thereat) shall be posted in a conspicuous place or places and advertised in a newspaper circulating in the BH25 postal area and given in writing to the appropriate Government Department and the Secretary of the National Federation of Community Associations. If such decision shall be confirmed by a simple majority of those present voting and entitled to vote at such meeting, the Executive Committee shall have the power to dispose of any assets held by or in the name of the Association.

Any assets remaining after the satisfaction of any proper debts and liabilities shall be applied towards such charitable purposes for the benefit of the inhabitants of the BH25 postal area as the Executive Committee may decide and as may be approved by the necessary Government Department.

16 **Alterations to the Constitution**

Any proposal to alter the Constitution must be delivered in writing to the Secretary of the Association not less than 4 weeks before the date of the General Meeting at which it is first to be considered. Notice of any such meeting and giving the wording of the proposed alteration must have been given in accordance with normal procedure but not less than 2 weeks prior to the meeting in question.

An alteration to the Constitution will require the approval of both:-

(a) A simple majority of members of the Executive Committee present and voting at an Executive Committee meeting, and

(b) A supporting vote of two-thirds of the Full Members and representative of each of the Affiliated Groups present and voting at a General Meeting.

An alteration shall not be made without the knowledge and consent of the Trustees but such consent shall not unreasonably be withheld by them.

No alteration to Clause 2 shall be made without the consent of the Charity Commissioners for England and Wales.

NEW MILTON & DISTRICT COMMUNITY ASSOCIATION

CONSTITUTION

AMENDMENT RECORD

<u>CLAUSES</u>	<u>DATE OF APPROVAL</u>
3	15 May 2000
4	“
5	“
7	“
8	“
10	“
15	“
17	“

11 June 2007

3 amended
4 transferred to clause 3
6 “ “ 3
7 “ “ 4
8 “ “ 7 and amended
9 “ “ 8 “ “
12 “ “ 9 “ “
10 amended
13 now Clause 12
14 “ 13
New Clauses 6 and 14 added

11 February 2008

Clause 9 amended (ratification of EC elected at AGM)

9 June 2009

CLAUSES 3, 4, 5, 7, 8, 9,10,11,16 relating to the removal of a governing Council.

CLAUSE 10 relating to date of A.G.M. and setting of Annual Subscription

18th June 2011

CLAUSES 5 and 14. Financial year end changed from 31st March

17th June 2014

CLAUSES 3 (Junior Membership added), 5 (Contribution to room cost added), 7 (C/man and V/C may attend meetings added), 9 (ONE Affiliate may vote), 13 (Management Committee clause deleted), 14 (‘f ‘added), 15 (Records ownership)

9 June 2016 (AGM Ratified)

CLAUSES 7 (Maximum number of Officers added), 8 (Change to Nominations 6 weeks before AGM for all Officers), 11 (Proxy Voting added)
(NB CLAUSES 7 and 8 switched for a more logical progression)

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9 June 2017 (AGM Ratified)

CLAUSES 13.1, 13.2 and 13.3 added to provide more detailed procedures for the Association entering into contracts for goods and services, investments and borrowings including credit agreements

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8 June 2018 (AGM Ratified)

Clause 8(a) amended the president's term from three to five years.

"A President shall be elected annually to serve for not more than five consecutive years.

.....

10 June 2019 (AGM Ratified)

Clause 8 Honorary Officers

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jr/exec/June 2019