

Newchurch Parish Sports & Community Association

Registered Charity No 288368

Constitution

(Version approved at the AGM on 28/03/2022)

1. Name.

1.1 The name of the Association shall be the Newchurch Parish Sports and Community Association (hereinafter called the NPSCA).

2. Objects.

2.1 The Objects of the NPSCA shall be:-

To manage and maintain the assets of the association for the benefit of the inhabitants of the Parish of Newchurch

3. Management.

3.1 There shall be a Managing Group (herein after referred to as MG) consisting of five members elected at the Annual General Meeting who shall hold office from the conclusion of that meeting until the conclusion of the next AGM. The MG will meet not less than six times per year and elect from within its membership a chairman, secretary and treasurer. The chairman will also serve as the chairman of the TG

3.1.1 Additionally one person, paid by NPSCA to help run the facilities of NPSCA, may serve on the MG without election under 3.1

3.2 There shall be a Trustee Group (herein after referred to as TG) consisting of not less than two and not more than four members, plus the chairman of the MG who will also chair the TG. It will meet not less than twice per year. Members of the TG will be elected at the AGM and serve for a three year period, but may be re-elected.

3.3 Only those entitled to vote under 7.6 hereof may be elected to either the MG or TG

3.4 Apart from the chairman no other person may serve on the MG and TG simultaneously.

3.5 Co-option of members to both MG and TG may be made subject to the respective limits specified in 3.1 and 3.2. Co-opted members must be ratified at the next AGM.

4. Powers.

4.1 The MG shall be responsible for the day to day administration of the NPSCA and its assets and within its powers it will be able to:

4.1.1 award grants of up to a maximum per annum per organisation to be determined at the preceding AGM to eligible organisations (subject to an aggregate maximum in any one 12 month period, as agreed with the TG).

4.1.2 administer an annual budget for the running, maintenance and repair of the NSPCA's assets. This budget to be agreed annually with the TG.

4.1.3 recommend to the TG expenditure beyond the limits of 4.1.1 and 4.1.2

4.1.4 meet, *or provide representatives of the MG to meet*, with the TG to report on MG activities when required by the TG so to meet

4.1.5 ensure the Charity Commission records regarding the NPSCA are accurate and up to date

4.2 The TG shall be responsible for overseeing the MG by way of:

4.2.1 receiving (and if necessary acting on) the report as in 4.1.4

4.2.2 taking decisions on matters which exceed the limits placed on the MG in 4.1.1 and 4.1.2

4.2.3 removing from office any member of either the MG or TG who is deemed not to have acted in accordance with the objectives of the NPSCA or is deemed unable to carry out his/her responsibilities effectively.

5. Annual General Meeting.

5.1 The Annual General Meeting shall be once a year, within 13 months of the previous AGM.

The MG shall convene the Annual General Meeting, giving at least 21 days' notice of the date. All residents of the parish shall be entitled to attend. Notice of such meeting to appear on parish noticeboards.

5.2 This meeting will receive the annual reports of the MG, the TG and the Annual (externally examined) Statement of Accounts.

5.3 It will also elect members to serve on the MG and TG as in 3

5.4 Vote on proposals to amend the Constitution in accordance with Clause 11 hereof.

5.5 Appoint the external examiner of the accounts

6. Special General Meeting.

6.1 A special general meeting may be called by the MG or TG or by 25 signatures from voters on the Newchurch parish electoral roll. This meeting shall have the power to raise any matter related to proper functioning of the NPSCA.

7. Rules of procedure at all meetings.

7.1 **Chairman.** As elected by the MG

7.2 **Voting.** Subject to the provisions of Clause 11.1, all questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote (as in 7.6). No member may exercise more than one vote but in the case of an equality of votes, the Chairman shall have a second or casting vote.

7.3. **Quorum.** One half of the members shall form a quorum at meetings of the MG and TG. General Meetings of the NPSCA shall be quorate if a combined quorum of the MG and TG plus 3 registered electors are present

7.4 **Minutes.** Minute books shall be kept by the secretary of all meetings.

7.5 **Virtual meetings.** Meetings via electronic methods may be conducted only if physical meetings are impossible.

7.6 **Voting entitlement.** Only those registered on the Newchurch Parish electoral roll will be entitled to vote, with the exception that any person nominated as the representative of any Newchurch Parish based organisation may also vote, provided that person does not also hold a vote by virtue of being on the Newchurch electoral roll.

8. Standing Orders and Rules for the use of NPSCA property

8.1 The MG shall have the power to issue Standing Orders and/or Rules for the use of all NPSCA property. Such Standing Orders and Rules shall come into operation immediately but must be ratified at the following Annual General Meeting.

9. Finance.

9.1 All money raised by or on behalf of the NPSCA shall be applied to further the objects of the NPSCA and for no other purpose.

9.2 The treasurer shall keep proper accounts of the finances of the NPSCA.

9.3 The NPSCA shall insure the members of both the MG and TG against personal liability arising from acts properly undertaken by the administration of the NPSCA or acts undertaken in breach of trust but under an honest mistake.

9.4 All cheques shall be signed by two authorised signatories who must be members of the MG. They shall be fully accountable to the TG for all cheques issued on behalf of the NPSCA.

9.5 At least three members of MG must be registered as signatories in respect of 9.4 above

10. Dissolution

10.1 **Meeting.** If the MG or TG, by a simple majority, decides at any time that on the ground of expense or otherwise it is necessary or advisable to dissolve the NPSCA it shall call a meeting of the residents of the parish of Newchurch aged eighteen years or over. Not less than twenty-one day's notice of the said meeting, stating the terms of the Resolution to be proposed thereat, shall be posted in a conspicuous place or places in the parish of Newchurch and advertised in a newspaper circulating within the same parish and on the NPSCA's website and on social media and given in writing to the relevant Secretary of State.

10.2 **Interim Measures.** Subject to approval by a simple majority vote of those attending the meeting in 10.1 above, and subject to agreement by Newchurch Parish Council and the Charity Commissioners for England and Wales, all assets held by or in the name of the NPSCA shall pass to Newchurch Parish Council for

custody until such time as a new NPSCA (with the same objectives as in 2 above) can be formed. The Parish Council may use funds transferred to its custody for the purpose of maintenance of assets so transferred.

10.3 Final Disposal. In the event that a new NPSCA is not formed within a period of ten (10) years of the date on which custody was transferred to Newchurch Parish Council, the said Parish Council may dispose of the said assets in accordance with the objectives of the NPSCA as defined in paragraph 2 of this constitution.

11. Alteration to and Review of the Constitution.

11.1 Subject to the following provisions of this clause 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 proposed.

11.2 No amendments may be made which would cause the NPSCA to cease to be a Charity at law.

11.3 The MG will review the Constitution annually and propose any changes it considers necessary subject to Clauses 11.1 to 11.2 above.

11.4 The MG must send a copy of any amended constitution to the Charity Commission.

A Jupe/R. Bevan 28/03/2022