

CONSTITUTION FOR THE HORNSMILL COMMUNITY CENTRE

1. NAME

The name of the association is “Hornsmill Community Association” (hereinafter called “the Association”)

Charity Number: 1037549

2. OBJECTIVES

The objectives of the Association shall be:

- 2.1 To manage the Hornsmill Community Centre, 115E Cecil Road, (hereinafter called “the Centre”) on behalf of residents living in Hornsmill and the surrounding area.
- 2.2 To promote use of the Centre as a community facility and resource for the social, leisure, and educational interests of all residents of Hornsmill and the surrounding area.
- 2.3 To ensure that all sections of Hornsmill and surrounding area (especially young people, black and minority ethnic groups, older people and people with a disability) are aware of this valuable resource and have opportunities to use the Centre and activities to meet their needs and interests.
- 2.4 To ensure the Centre is accessible, fit-for-purpose and is meeting the needs of the whole community.
- 2.5 To develop appropriate policies and procedures to ensure the safe and efficient running and operation of the Centre.
- 2.6 To maintain charitable status (Number 1037549) and reporting as required by the Charities Commission.

3. POWERS

The Association has the power:

- 3.1 To work in partnership with other organisations with similar objectives (i.e. neighbouring community centres).

- 3.2 To join with local residents, voluntary groups, the local authority and housing association to put on events and activities that bring all members of the community together.

In furtherance of the stated objectives but not otherwise, the Association may:

- (i) Collect and distribute information on all matters affecting the stated objectives and share this information with organisations with similar objectives.
- (ii) Undertake, execute, manage or assist any charitable trusts, which may lawfully be undertaken, executed, managed or assisted by the Association.
- (iii) Purchase, take on lease or in exchange, hire or otherwise acquire any property and any rights and privileges necessary for the promotion of the stated objectives and construct, maintain and alter any buildings or erections necessary for the work of the Association.
- (iv) Subject to such consents as may be required by law, sell, let, mortgage, dispose of or turn to account all or any of the assets of the Association.
- (v) Subject to such consents as may be required by law, borrow or raise money for the stated objectives and accept gifts on such terms and on such security as shall be deemed necessary.
- (vi) Raise funds and invite and receive payment from any person(s) or organisations by way of hiring fees for use of the Centre.
- (vii) Invest the monies of the Association not immediately required for stated objectives in or upon such investments, securities, property as may be thought fit, subject nevertheless to such conditions (if any) as may for the time being be imposed or required by law.
- (viii) Do all such lawful things that are necessary for the attainment of stated objectives.

4. MEMBERSHIP AND RESPONSIBILITIES OF THE HORNSMILL COMMUNITY CENTRE ASSOCIATION

A Management Committee (hereinafter called the Committee) shall conduct the day-to-day business of the Association and deliver all stated objectives in Section 2.

Membership on the Committee shall be open, irrespective of gender, disability, race, sexuality, nationality and political or religious belief to:

- 4.1 All individuals 18 years and over who live in Hornsmill and the surrounding area. Former residents of Hornsmill may continue as members on the Committee should the said Management Committee feel this would be beneficial and maintains continuity of service.
- 4.2 Organisations that hire the Centre on a regular basis (i.e. Churchfields Childrens Centre) and provide services to benefit local people. This is a user representative.
- 4.3 All the above, shall hereafter be referred to as “**Members with Power to Vote**”.
- 4.4 Honorary members may be elected at the discretion of the said Committee. Honorary members shall not be entitled to vote.
- 4.5 Co-opted members may be appointed at the discretion of the said Committee. Co-opted members (i.e. East Herts Council, Riversmead Housing Association) shall not be entitled to vote and shall service in an advisory or supportive capacity only.
- 4.6 The Committee shall consist of up to 11 members; but this could be increased if said Committee receives additional expressions of interest from local residents:
 - (i) Officers – Chairman, Vice Chair, Secretary, Booking Clerk and Treasurer elected at the AGM. See Roles and Responsibilities for Officers in Appendix B.
 - (ii) Community Centre Manager appointed.
 - (iii) Honorary members elected under Section 6.0 at the AGM and appointed Co-opted members.
 - (iv) Member(s) representing interests of users or hirers, in accordance with Clause 4.2.
 - (v) One “floating” member taking on special projects on an as-needed basis.

- 4.7 Members of the Committee from November 2011 shall serve no more than three consecutive years in the same post. Members retire from office together at the next AGM after the date on which they came into office but they may be re-elected or re-appointed.
- 4.8 A member of the Committee shall cease to hold office if she or he:
- (i) is disqualified from holding such office by virtue of section 72 of the Charities Act 1993 (or any statutory modification or re-enactment of that provision), or
 - (ii) is absent without the permission of the Committee from all its meetings held within a period of six months and the Committee resolves that she/he cease to hold office, or
 - (iii) Notifies the Committee in writing of his/her resignation (PROVIDED THAT at least three members of the Committee remain in office when the notice of resignation is to take effect).
- 4.9 Each Committee member shall have one vote. In circumstances where there is an equality of votes, the Chair shall have a casting vote.
- 4.10 The Quorum for the Committee meetings shall be one-half of the Committee's membership of those entitled to vote.
- 4.11 For the first 6 months a new committee is in post, they shall meet every 6 weeks. Ten days notice of committee meetings should be provided to all Committee Members.
- 4.12 Apologies for absence from the Committee meeting must be sent to the secretary in writing at least 24 hours prior to the meeting.
- 4.13 Any member of the Committee who loses their place on the Committee under the circumstances set out in 4.8 (ii) will not be eligible for re-election to the Committee for a period of one year. Any member of the Committee, who loses their place on the Committee for a breach of the Association's Standing Orders (Appendix A) will not be eligible for re-election to the Committee for a maximum period of disqualification which will be determined by the Committee, taking into account the nature of the breach. A Committee member being excluded in this way will have the right to appeal to the next General Meeting.

4.14 Minutes will be taken of all Committee Meetings. A set of minutes must be kept at the Centre and be available for inspection by any members of the Association.

4.15 The Committee can at its discretion set up sub-committees to assist carrying out the day to day business of the Association. These could be:

- Maintenance subgroup
- Marketing/promotion subgroup
- IT/website development subgroup
- Fund raising

5.0 RESIGNATION AND TERMINATION OF MEMBERSHIP

5.1 Any member of the Association may resign his/her membership by giving to the secretary of the Association notice to that effect.

5.2 The Committee may, by resolution passed at a meeting terminate or suspend the membership of any member, if in its opinion, his/her conduct is prejudicial to the interests and objects of the Association, or contravenes the Equal Opportunities objectives of the Association. PROVIDED THAT the individual member shall have the right to be heard by the Committee before the final decision is made.

6.0 HONORARY OFFICERS

6.1 The Association from time to time may decide to elect an Honorary Officer. An Honorary Officer is an individual (aged 18 years and over) who has made a significant contribution to the Association and the Hornsmill Estate over the years either as a former Officer or as an individual volunteering in another capacity that has benefitted local people.

6.2 This individual would be elected at the AGM by members with the Power to Vote.

6.3 An Honorary Officer shall cease to hold office if she/he notifies the secretary of the Association in writing of his/her resignation.

6.4 If a vacancy occurs among the Honorary Officers of the Association or of the Committee, the Committee shall have the power to fill it from among its members.

6.5 Subject to sub-clause (6.3) of this clause, all Honorary Officers shall hold office until the conclusion of the next AGM. An Honorary Officer can be re-elected for up to 3 consecutive

years. They then have to stand down for at least one year before they can be re-elected as an Honorary Officer.

7.0 CO-OPTED MEMBERS

- 7.1 The Association from time to time may decide to co-opt on to the Committee individuals employed by certain organisations who have specialist knowledge, information and skills or who represent key stakeholder organisations. A Co-opted Member can be under 18 years old.
- 7.2 These individuals would be appointed at the AGM and would serve in an advisory or supportive role only. He or she would not have the power to vote.
- 7.3 The number of Co-opted members shall not exceed more than one-quarter of the total number of members elected.
- 7.4 If a vacancy occurs among the Co-opted Members, the Committee shall have the power to request a new appointment from the organisation.
- 7.5 Subject to sub-clause (6.3) of this clause, all Co-opted Members shall serve on the Committee until the conclusion of the next AGM.

8.0 REMUNERATION OF COMMITTEE MEMBERS

Remuneration of any member of the Committee for services rendered to the Association can only take place under the following conditions:

- 8.1 Such member shall not be present at or take part in any discussions or decisions relating to such remuneration.
- 8.2 Any decision to remunerate such member shall be taken unanimously by the other members present and voting at the meeting at which the decision is made.
- 8.3 The other members are satisfied that the level of remuneration is reasonable and proper having regard to the services rendered by such member to the association.
- 8.4 The other members are satisfied that the services rendered to the association are of special value to the association having regard to such member's ability, qualifications, or experience and/or to the level of remuneration for which she/he has agreed to provide them.

- 8.5 The number of such member for the time being in receipt of remuneration shall not exceed a minority of the members of the Committee.
- 8.6 Before any member is paid for their service, their role on the committee must be discussed and clarified by the said Committee.

9.0 GENERAL MEETING OF THE ASSOCIATION

9.1 Annual General Meeting (AGM)

Once in each calendar year, within the six months following the end of the financial year (that is 31st March) an AGM of the association shall be held at such time and place as the Committee shall determine. The first AGM being not more than 15 months after the adoption of this constitution and thereafter the holding of the preceding AGM. At least 14 clear days' notice must be given and a notice posted in a conspicuous place on the Estate and circulated to all members with the Power to Vote.

The business of each AGM will be run in accordance with the Standing Orders (Appendix A) and shall be:

- (i) To receive the Community Centre Manager's Update, which shall incorporate an account of the work of the Association and the activities held at the Centre during the preceding year.
- (ii) To receive the accounts/budget of the Association for during the preceding financial year.
- (iii) To elect up to five Officers and a User representative to serve on the committee, in accordance with Section 4.
- (iv) To elect any Honorary Officers of the Association in accordance with clause 4.4 and Section 6.
- (v) To appoint Co-opted Members in accordance with Clause 4.5 and Section 7.
- (vi) To appoint one or more qualified auditors or independent examiners for the coming year to audit or examine the accounts of the Association in accordance with the Charities Act 1993 (or any statutory modification or re-enactment of that Act).

- (vii) To consider and vote on any proposals to alter this constitution in accordance with Section 10.
- (viii) To consider any other business of which due notice has to be given.

9.2 Special General Meeting

The Chairman of the Committee or the secretary may at any time (at their discretion) and shall within 21 days of receiving a written request so to do (signed by not less than 30% of the members with the Power to Vote and giving reasons for the request), call a Special General Meeting the Association to consider the business specified on the notice of meeting and for no other purpose. At least 14 clear days' notice shall be posted in a conspicuous place or placed and advertised in a newspaper circulating in the area and circulated to all members with the Power to Vote.

9.3 The Quorum

The Quorum for all General Meetings of the Association shall be 30% of the Members with the Power to Vote.

10.0 CHANGES TO THE CONSTITUTION

- 10.1 This Constitution can be changed at an Annual (or Special) General Meeting, by a two-thirds majority or those Members with the Power to Vote who are present.
- 10.2 Any proposal to amend the Constitution must be sent to the secretary in writing at least 28 days before the General Meeting.

11. DISSOLUTION

- 11.1 The Association may only be dissolved at an Annual (or Special) General Meeting.
- 11.2 Where there is a resolution put before a General Meeting to dissolve the Association, all members of the Association must be given at least 10 days notice of the meeting.
- 11.3 A proposal to dissolve the Association must be agreed by a majority two-thirds of the members present.
- 11.4 If it is agreed by two-thirds majority to dissolve the Association, all assets and liabilities will be dealt with as specified in the relevant Clause(s) of the Management Agreement.

11.5 Any assets and/or budgets would be returned to the Council, as the owner of the building or another charity as appropriate.

12. STANDING ORDERS

Standing Orders for meetings of the Association are attached as Appendix A; these may be amended from time to time by the Committee.

Appendix A Standing Orders for Committee Meetings and Annual General Meetings

Members shall at all times conduct themselves in a reasonable manner at meetings or in premises used by the Association.

1. It is the responsibility of all members present at a meeting to ensure that the meeting is conducted in an orderly manner.
2. All comments, proposals and questions at meetings must be directed to the Chairman.
3. Members are to respect the Chairman's authority in meetings.
4. At meetings, only one person should speak at a time.
5. At meetings, members must exercise patience when persons who do not have English as their first language are speaking.
6. Racist sexist, or other offensive language will not be tolerated at meetings.
7. Members of the Committee will be expected to demonstrate their commitment to the Association by regular attendance at Committee meetings and by working towards the stated objectives (2.0) of the association.
8. Decisions at meetings will normally be made by consensus, otherwise by a simple majority vote. Where there is an equality of votes, the chairman shall have a casting vote.
9. An agenda will be circulated with the notice of each meeting.
- 10 There will be no smoking at meetings of the Association.
11. In situations where arguments, insults or other offensive behaviour take place the Chairman will adjourn the meeting for a cooling off period.
12. Should a member persist with offensive behaviour or remarks, they will be asked to leave the meeting. Such behaviour may jeopardise their membership on the Management Committee.

Appendix B: Roles and Responsibilities of Voluntary Management Committee

All individuals are equally responsible for the decisions made by the management committee but the Chairman, Vice Chair, Secretary and Treasurer all have key roles in ensuring that the voluntary committee works effectively and that the Community Centre stays within the rules of Sections 1.0 and 2.0 and meets legal requirements.

Role of the Chairman and Vice Chairman

The role of the Chairman will be split into 2 parts:

- Planning and running meetings – making sure meetings run smoothly, everyone has a chance to take part and that decisions are made and implemented
- Being the public face of the organisation – liaising with outside bodies, speaking to the press

The Vice Chairman will take some responsibility for chairing meetings (even if the Chairman is available). This helps to share workload, develop skills and makes a change for other committee members.

Role of the Secretary

The role of the Secretary will be split into 2 parts:

- Helping to plan meetings (including Annual General Meeting AGM), ensuring the organisation keeps to its own rules
- Acting as a guardian of the constitution
- Dealing with correspondence, taking minutes and producing promotional material, and
- Taking bookings from hirers, keeping a diary of events (Booking Secretary)

It is useful to write a job description of each role so the post holder and everyone else is clear about their role.

Role of Treasurer

The Treasurer and other committee members need to ensure that the following tasks are carried out:

- Prepare a budget, possibly as part of a Business Plan
- Book keeping of income and expenditure
- Making regular reports on the accounts to the management committee
- Keeping proper financial systems and controls and, to ensure transparency, require that the roles of invoicing and the receipt of monies be kept separate
- Ensuring annual accounts are completed and appropriately audited and examined.

Role of Community Centre Manager (Voluntary)

The Community Centre Manager is crucial to ensuring that the building is accessible, clean and suitable for hiring at all times. Effective building management needs to be organised. The role of the Centre Manager will be to carry out the following tasks:

- Be responsible for the building and its general maintenance – caretaker.
- Set up a system whereby hirers can report problems
- Keep a maintenance log
- Undertake an annual maintenance check and record findings
- Liaise with Riversmead Housing Association