

## CONSTITUTION

### LLANELLI DISABLED ACCESS GROUP.

#### 1. NAME.

The Group hereby constituted shall be known as the Llanelli Disabled Access Group (hereinafter called “the Group”).

#### 2. OBJECTS.

The objects of the Group are to promote access to all public buildings, areas and facilities in the County of Carmarthenshire, although not exclusively, for disabled people; and for the attainment of the foregoing, and if it shall seem necessary or desirable, to promote, assist or oppose proposals for the use or development of public buildings, areas or facilities.

- (b) In furtherance of the said objects but not otherwise the Group may:-
- (1) Employ and pay person or persons, not being members of the Executive Committee, to supervise, organise and carry on the work of the Group and make all reasonable and necessary provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependants.
  - (2) Bring together in conference representatives of voluntary organisations. Government departments, statutory authorities and individuals.
  - (3) Promote and carry out or assist in promoting and carrying out research, surveys and investigations and publish the useful results thereof.
  - (4) Arrange and provide for or join in arranging and providing for the holding of exhibitions, meetings, lectures, classes, seminars and training courses.
  - (5) Collect and disseminate information on all matters affecting the said objects and exchanges such information with other bodies having similar objects whether in this country or overseas.
  - (6) Undertake, execute, manage or assist any charitable trusts, which may lawfully be undertaken, executed, managed or assisted by the Group.

- (7) Procure to be written and print, publish, issues and circulate gratuitously or otherwise such papers, books, periodicals, pamphlets or other documents or films or recorded tapes as shall further the said objects.
- (8) Purchase, take on lease or in exchange, hire or otherwise acquire any property and any rights and privileges necessary for the promotion of the said objects and construct, maintain and alter any buildings, or erections necessary for the work of the Group.
- (9) Make regulations for any property, which may be so acquired.
- (10) Sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Group, subject to such consents as may be required by law.
- (11) Subject to such consents as may be required by law to borrow or raise money for the objects of the Group and to accept gifts on such terms and on such security as shall be deemed to be necessary.
- (12) Raise funds and invite and receive contributions from any person or persons whatsoever by way of subscriptions and otherwise PROVIDED THAT the Group shall not undertake permanent trading activities in raising funds for the said objects.
- (13) Invest the moneys of the Group not immediately required for the said object in or upon such investments, securities or 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.
- (14) Do all such other lawful things as are necessary for the attainment of the said objects.

### 3. **MEMBERSHIP**

- (a) Full membership of the Group shall be open to:
  - (i) Individuals of 18 years and over who are interested in furthering the work of the Group and who have paid the annual subscription as laid down from time to time by the Executive Committee hereinafter mentioned, and
  - (ii) National, regional and local non-profit organisations, whether corporate or unincorporated, which are interested in furthering the said work and have paid the annual subscription as aforesaid.
- (b) Each member organisation shall appoint one individual person to represent it and vote on its behalf at General Meetings of the Group. In the event of such

individual person resigning or otherwise leaving an organisation he or she shall forthwith cease to be a representative thereof.

- (c) Each member organisation may appoint
  - (i) A deputy to replace its appointed representative.
  - (ii) Observers (who shall not be entitled to vote) to attend any such meeting.
- (d) Junior membership shall be open to those under the age of 18 years who are interested in furthering the work of the Group. Junior members shall not be entitled to vote.
- (e) Honorary members may be appointed at the discretion of the said Executive Committee. Honorary members shall not be entitled to vote.
- (f) The said Executive Committee shall have the right
  - (i) To approve or reject applications for membership,
  - (ii) For good and sufficient reason to terminate the membership of any individual or organization PROVIDED THAT the individual member concerned or the individual representing such organisation (as the case may be) shall have the right to be heard by the Executive Committee before a final decision is made.

#### 4 **HONORARY OFFICERS.**

- (a) At the Annual General meeting hereinafter mentioned the Group shall elect a Chairman, a Vice-Chairman, a Treasurer and such other Honorary Officers, as the Group shall from time to time decide.
- (b) The Chairman and the Honorary Officers of the Group shall hold office until the conclusion of the Annual General Meeting of the Group next after their election but shall be eligible for re-election PROVIDED THAT no Honorary Officer shall hold office for more than six consecutive years. On the expiration of such period one further year must elapse before any Honorary Officer shall be eligible for re-election.
- (c) The Chairman and the Honorary Officers shall be ex officio members of the Group, the said Executive Committee and of any other committee.
- (d) The Group shall appoint one or more qualified auditors and may determine their remuneration (if any).

## 5. EXECUTIVE COMMITTEE.

- (1) Subject as hereinafter mentioned the policy and general management of the affairs of the Group shall be directed by an Executive Committee (hereinafter called "the Committee") which shall meet not less than four times a year and when complete shall consist of not less than five members.
- (2) The members of the Committee shall be elected at the Annual General Meeting of the Group in accordance with Clause 7 hereof.
- (3) Election to the Committee shall be for three years. One-third of the membership shall retire annually but shall be eligible for re-election, the members so to retire being those who have been longest in office since the last election but not reckoning ex officio members. As between members who have been in office the same length of time, those due to retire shall be chosen by lot.
- (4) In addition to the members so elected and to those serving by virtue of Clause 4(c) hereof the Committee may co-opt up to (3) further members who shall be full members of the Group whether individual or representative or a combination of both and shall serve until the conclusion of the next Annual General Meeting after individual co-option PROVIDED THAT the number of co-opted members shall not exceed one-third of the total number of members of the Committee in accordance with Clause 5(1) hereof. Co-opted members shall be entitled to vote at meetings of the Committee.
- (5) Any casual vacancy in the Committee may be filled up by the Committee and any person appointed to fill such a casual vacancy shall hold office until the conclusion of the next Annual General Meeting of the Group and shall be eligible for election at that meeting.
- (6) The proceedings of the Committee shall not be invalidated by any failure to elect, or any defect in the election, appointment, co-option or qualification of any member.
- (7) The Committee shall appoint and fix the remuneration of a General Secretary and of all such other staff, not being a member of the Executive committee, as may in their opinion be necessary.
- (8) The Committee may appoint such special or standing committees as may be deemed necessary by the Committee and shall determine their terms of reference, powers duration and composition. All acts and proceedings of such special or standing committees, shall be fully reported back to the Committee as soon as possible.

## 6 MEETINGS OF THE GROUP.

- (1) The first General Meeting of the Group shall be held no later than the .....19... and once in each year thereafter an Annual General Meeting of the Group shall be held at such time ( not being more than 15 months after the holding of the preceding Annual General Meeting ) and place as the Committee shall determine. The General Secretary shall give at least 21 clear days' notice in writing to each member. At such Annual General Meeting the business shall include the election of Honorary Officers; the election of full members to serve on the Committee; the appointment of an auditor or auditors; the consideration of an annual report of the work done by, or under the auspices of the Committee and of the audited accounts; and the transaction of such other matters as may from time to time be necessary.
- (2) The Chairman of the Committee may at any time at his/her discretion, and the General Secretary shall within 21 days of receiving a written request so to do, signed by not less than (5) full members, whether individual or representative, and giving reasons for the request, call a Special General Meeting of the Group.
- (3) The Chairman or Secretary may call an emergency meeting of the Group PROVIDED THAT sufficient time is allowed for all members eligible to attend and vote at such meeting to be contacted using procedures as laid down from time to time in standing orders.

#### **7. NOMINATIONS OF HONORARY OFFICERS AND COMMITTEE MEMBERS.**

Only full members of the Group whether individual or representative shall be eligible to serve as Honorary Officers or members of the Committee. Nominations for Honorary Officers or members of the Committee must be made by full members of the Group in writing and must be in the hands of the General Secretary at least seven days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by ballot, arrangements for which shall be made by the committee, PROVIDED THAT the first members of the Committee shall be elected by personal vote at the first General Meeting of the Group.

#### **8. RULES OF PROCEDURE AT ALL MEETINGS.**

- (a) Quorum. The Quorum at a meeting of the Group or the Committee or of any committee appointed under Clause 5(8) hereof shall be one-third of the total membership of the Group, the Committee or the Committee (as the case may be) or such other number, not being less than 5, as the Group may in General Meeting from time to time to determine.
- (b) Voting. Save as otherwise herein provided, all questions arising at any meeting shall be decided by simple majority of those present and entitled to vote thereat. Arrangements for proxy voting may from time to time be made by the Committee PROVIDED ALWAYS THAT no such arrangements shall be made with regard to Clauses 11 and 12 hereof. No person shall exercise more than one

vote not with standing that he or she may have been appointed to represent two or more interests, but in case of an equality of votes the chairman of the meeting shall have a second or casting vote.

- (c) Minutes. Minute books shall be kept by the Committee and all other committees, and the appropriate secretary shall enter therein a record of all proceedings and resolutions.
- (d) Standing orders and rules. The Committee shall have power to adopt and issue Standing Orders and/or Rules for the Group. Such Standing Orders and/or Rules shall come into operation immediately PROVIDED ALWAYS that they shall be subject to review by the Group in General Meeting and shall not be inconsistent with provisions of this Constitution.

## **9. FINANCE.**

- (a) All monies raised by or on behalf of the Group shall be applied to further the objects of the Group and for no other purpose PROVIDED THAT nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration and to any employee of the Group of the repayment of reasonable out-of-pocket expenses.
- (b) The Honorary Treasurer shall keep proper accounts of the finances of the Group.
- (c) The accounts shall be audited at least once a year by the auditor, or auditors, appointed at the Annual General Meeting.
- (d) An audited statement of the accounts, for the last financial year shall be submitted by the committee to the Annual General Meeting as aforesaid.
- (e) A Bank Account shall be opened in the name of the Group with Midland Bank plc. of 1 Station Road Llanelli, Dyfed or with such other Bank as the Committee shall from time to time decide. The Committee shall authorise in writing the Treasurer, the General Secretary of the Group, and two members of the Committee to sign cheques on behalf of the Group. All cheques must be signed by not less than two of the four authorised signatories.

## **10. TRUST PROPERTY.**

The title to all or personal property, which may be acquired by or on behalf of the Group, may be vested in Trustees, being not less than two or more than five individual persons.

## **11. ALTERATION TO THE CONSTITUTION.**

Any alteration of this Constitution shall receive the assent of not less than two-thirds of the full members of the Group whether individual or representative present and voting at a meeting specially called for the purpose PROVIDED THAT notice of any such alteration shall have been received by the General Secretary in writing not less than 21 clear days before the meeting at which the alteration is to be brought forward. At least 14 clear days' notice in writing of such a meeting setting forth the terms of the alteration to be proposed shall be sent by the General Secretary to each member of the Group PROVIDED THAT no alteration shall be made which would have the effect of causing the Group to cease to be a Charity at Law.

12. **DISSOLUTION.**

If the Committee by a simple majority decide at any time that it is necessary or advisable to dissolve the Group, it shall call a meeting of all members of the Group who have the power to vote of which meeting not less than 21 days' notice (stating the terms of the resolution to be proposed thereat) shall be given. If such decision shall be confirmed by a simple (two-thirds) majority of those present and voting at such meeting the Committee shall have the power to dispose of any assets held by or on behalf of the Group. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other institutions having objects similar to the objects of the Group as the Executive may determine.

13. **NOTICES.**

Any notice may be served by the General Secretary on any member, either personally, or in its appointed representative as the case may be, or by sending it through the post in a prepaid letter addressed to such member at his/her, or its last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 days of posting.

14. **INTERPRETATION.**

For the interpretation of this Constitution, the Interpretation Act, 1978, shall apply as it applies to the interpretation of an Act of Parliament.