

WELSHPOOL COMMUNITY TRANSPORT CONSTITUTION - 2024

1. Name

The name of the Association (Charity) is to be Welshpool Community Transport.

The registered office for the charity shall be Crown House, High Street, Llanfair Caereinion SY21 0QY.

2. Trustees

The charity shall appoint up to 6 trustees to oversee the charity and its operation. Such trustees shall be appointed by the annual meeting (by election if there are more than 6 standing for the position of trustee).

The Trustees shall form the Executive Committee as noted in (5) below along with up to 4 non Trustee members. See para 5 below.

3. Objects

The objectives of the charity shall be:

‘To provide a community based transport service in Welshpool and the surrounding areas (within a 10 mile radius but excluding any location not in Wales) for the benefit of persons with restricted mobility and in particular those with disabilities, the elderly, frail or otherwise disadvantaged in terms of their mobility due to poverty, isolation, mental illness or hardship’.

4. Powers

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

- a) To raise funds and to invite and receive contributions, provided 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.
- b) To buy, lease or in exchange any property necessary for the achievement of the objectives and to maintain any equipment for use.
- c) To sell, lease or dispose of all or any part of the property of the charity subject to any consents required by law.
- d) To borrow money and to charge all or any part of the property of the charity with repayment of the money so borrowed, subject to consents required by law.
- e) To appoint a volunteer (who shall not be a voting member of the Executive Committee) as are necessary for the proper pursuit of the objectives and to provide a reasonable honorarium for such positions.

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- f) To co-operate with other charities, voluntary bodies and statutory authorities operating in pursuance of the objectives or of similar charitable purposes and to exchange information and advice with them.
- g) To establish or support any charitable trust, associations or institutions formed for all the objectives of the charity.
- h) To appoint and constitute such advisory committees as the Executive Committee may consider fit.
- i) To do all such other lawful things that are necessary for the achievement of the objectives of the charity.

5. Membership

Members of the charity shall be those persons who benefit from the work of the charity, those who have been appointed or elected to serve on the executive committee and interested persons over 18 years of age who have registered to be a member of the charity.

The register shall be reviewed annually one month before the annual meeting.

Each member shall have one vote at the annual meeting.

Membership can be terminated by the Executive Committee by unanimous vote of those present for good reason. The person subject to membership termination will have the right to address the Executive Committee before a decision is made.

6. Management & Executive Committee

The charity shall be managed by an Executive Committee as set out below:

a) Executive Committee

The Executive Committee elected at the annual meeting each year shall and shall comprise up to 6 Trustee members and up to 4 other non-trustee members all of whom shall be at least 18 years of age. The minutes of the annual meeting shall include the names of those elected and confirm that those elected were willing to hold office.

See para 6 below.

b) Co-option

The Executive Committee may co-opt a member (who is at least 18 years of age) subject to places available on the Committee (see above). Such member must stand for election at the next annual meeting.

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c) Voting on resolutions

Voting on resolutions at each meeting shall be via one vote per Executive Committee member present. In all cases a simple majority is required. If there is an equal number of votes cast for and against a motion the chair must exercise his second vote.

d) Officers

The annual meeting shall elect the follow officers for the charity:

| | | | |
|-------|------------|-----------|-----------|
| Chair | Vice Chair | Treasurer | Secretary |
|-------|------------|-----------|-----------|

The secretary attends meetings but as a non-voting member.

e) Meetings

The Executive Committee shall meet in February, June/July and November of each year with other meetings called as required.

f) Chair

The Chair shall act as chair at the Executive Committee meetings. If the Chair is not present the Vice Chair shall take the meeting. If both the Chair and Vice Chair are not present then the first item of business must be to appoint a Chair for the meeting.

g) Quorum

A quorum shall be at least 3 members of the Executive Committee one of which must not be an officer.

h) Proceedings

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.

i) Sub committees

The Executive Committee may from time to time appoint a subcommittee for a particular subject. The remit, membership and power of such sub-committees to be recorded in the minutes. A subcommittee may comprise 3 members of the Executive Committee and one or two (but no more) non-members for this purpose.

j) Accounts and finance

The Treasurer shall keep appropriate records of income and expenditure and present accounts in summary to each meeting of the Executive Committee.

The funds of the charity, including all donations, contributions, bequests and other money shall be paid into a bank account as approved by the Executive Committee.

All cheques, BACS or other payments must be signed by two of the Chair, Vice Chair and Treasurer.

The funds of the charity may only be applied in furtherance of the objectives.

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k) Annual report and accounts

The Treasurer shall present annual accounts up to the 31st of March each year to the annual meeting. Such accounts to be audited annually by an independent person appointed by the previous annual meeting.

l) Budget

The Treasurer shall produce for approval a budget at the normal meeting held in November for the ensuing year.

m) Bank account

The bank account of the charity shall be reviewed from time to time and shall always be clearing bank, trust corporation or stockbroking company registered with the HSA.

n) Agenda, minutes and records

The Executive Committee shall keep copies of agenda, minutes and papers which shall be kept in hard copy as well as being posted on the website.

o) Record of membership and beneficiaries

The Executive Committee shall keep a record of beneficiaries and interested persons who shall be member (as in para 5)

p) Funding

The Executive Committee shall be responsible for applying for grants and other funding as required.

q) Issue of taxi tokens or other form of taxi format

The Executive Committee shall decide at a meeting the level of taxi tokens in each category relating to distance from Welshpool. The secretary shall issue said taxi tokens and pay the taxi company invoices in line with the Executive Committee.

r) Volunteers and staffing

The Executive Committee may appoint volunteers (with or without an honorarium) as per para 4e. The charity shall not take any person on under employment.

s) Executive Committee members

All Executive Committee members retire at the end of the annual meeting unless re-elected at that meeting.

7. Determination of membership of the Executive Committee A member of the Executive Committee shall cease to hold office with immediate effect if he or she:

- a) Is disqualified from acting as a member of the Executive Committee by virtue of the Charities Acts currently in being.
- b) Becomes incapable by reason of mental disorder, illness or injury of management and administering their own affairs.

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- c) Is absent without permission (or giving apologies for absence) from 3 consecutive meetings within the year the Executive Committee shall resolve that her office be vacated.
- d) Notifies the Chair of a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation takes effect.

8. Executive Committee (liability & interests)

No member of the Executive Committee shall acquire any interest in property belonging to the charity (otherwise than as a Trustee for the charity) or receive any remuneration or take part in discussions and decisions where there is a conflict of interest. Such conflicts to be noted in the minutes of that meeting.

Each member of the Executive Committee shall not be personally liable for any actions, decisions or work which is not a criminal offence.

9. Special meetings

The Executive Committee may call a special meeting of the charity upon giving 21 days' notice to all members stating the reason for the said meeting. The Chair or two members of the Executive Committee may call a special meeting at any time subject to the required notice.

10. Annual reports

The charity shall each year in the required timescales:

- a) Produce an annual report and post it on the website under the 'committee' section.
- b) Produce an annual financial statement and accounts which shall be included in the annual return and posted on the website under 'committee' section.
- c) The annual return and update of the Charity Commission website with regard to the charity shall be completed by the 31st of January each year.

11. Annual meeting

The Executive Committee shall convene an annual meeting in November of each year to which all members on the register shall be invited. A Quorum for the annual meeting shall be at least 6.

The annual meeting shall:

- a) Record all those present.
- b) Approve the minutes of the last annual meeting.

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- c) Record any declarations of interest.
- d) Receive the chair's annual report.
- e) Receive and approve the annual accounts.
- f) Receive a report from the secretary with an overview of the year's charitable activities.
- g) Elect a Chair, Vice Chair, Treasurer and members of the Executive to serve for the ensuing year.
- h) To appoint a secretary with an agreed honorarium for the ensuing year.
- i) Appoint an auditor for the ensuing years accounts.

12. Assets

The charity shall keep an asset register which is to be reviewed annually. Any property shall be held in the name of three trustees appointed by the Executive Committee with provision to allow a change of trustees if required.

13. Notices

All notices received served on the charity shall be immediately passed to the chair who shall inform all the Executive Committee with all haste.

14. Alterations to the constitution

No alteration to the constitution shall be made in any way without prior approval by the annual meeting held in November each year.

15. 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 (stating the terms of the resolution proposed) shall be given.

Before the meeting is held consent to dissolve the charity shall be gained in writing from the Charity Commission.

If the proposal is confirmed by a majority of at least two thirds of those present (subject to a minimum of 6) and qualified to vote the Executive Committee shall have the power to realise any assets 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 having objectives similar to those of the charity.

Notification shall be given to the Charity Commission of the dissolution along with a statement of accounts for the final period of operation of the charity.

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16.Charity Commission

This constitution was sent to and approved by the Charity Commission prior to presentation to the annual meeting for approval.

14.Approval of this constitution

The annual meeting of the charity held in November 2024 voted to adopt this constitution as hereby written.

15.Signatures

Chair.....

Vice Chair.....

Treasurer.....

Secretary.....

Dated.....