Vision 4 Youth

Governing Document

Version – September 2024

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1. Introduction

Vison 4 Youth (V4Y) is a charitable organisation committed to providing facilities, programmes, projects and activities for young people in the community; in Yateley and the surrounding areas.

Aims and Objectives

V4Y, aim to work with Young People and the wider community by:

- Empowering Young People to make a difference in Yateley and the surrounding areas.
- Stimulating a strong feeling of self worth and confidence.
- Increasing health and well-being
- Increasing their independence and empowering young people to make 'age appropriate' decisions
- Promoting a sense of belonging and encouraging them to be proud of the area they live in.
- Acknowledging children's and young people's rights to be accepted as fully included citizens in society
- Developing a greater understanding of religious, cultural, racial and ethnic diversity among young people
- Promoting the development of positive relationships with peers
- Increasing the knowledge of services, facilities and opportunities for young people in Yateley and the surrounding areas
- Signposting regarding advice, information, education and practical support

V4Y aims to provide a space were young people can enjoy meeting their friends and joining in organised activities in a friendly and safe environment.

2. Opening Statement

V4Y has a duty to protect young and vulnerable people in its care, and to do everything possible to ensure they are protected, as far as possible, from any risk of abuse (physical, sexual and emotional) or neglect. It also has a duty to guide, supervise and protect those people that take the time to work for V4Y.

Volunteers who work with V4Y place themselves in a position of trust and responsibility to those in their care. This is also the case for those employed by V4Y.

The recommendations and guidelines in this document relate specifically to all children and young people and vulnerable adults.

3. Definitions:

Young person / Child: Anyone under 18 years of age regardless of appearance.

Young Adult: Person aged 18 – 25 years.

Parent/carer For the purpose of these guidelines, references to parents should be taken to include carers and those with parental responsibility

Youth Worker/Detached Youth Worker: Anyone whose work involves working with under 25's

Team Leader: Those Leaders who have overall responsibility for the teams.

Trustees: These have legal responsibility for the running of V4Y ensuring compliance with all legal, fiscal, employment and safeguarding requirements.

Counsellor: Those people trained in Counselling.

Disclosure and Barring Service (DBS): A central access point for checking criminal record information.

DBS: Required for those (both paid and voluntary) working with children, Youth or vulnerable adults, this checks information with the Police National Computer, Department of Health, Department for Education and Employment and the Local Police Force.

Safeguarding Co-ordinator: The person to whom V4Y has given the responsibility for coordinating the actions and procedures of those working for V4Y. They are also responsible for obtaining Criminal Records Bureau (CRB) Disclosures.

Safeguarding Policy: This policy agreed by V4Y Planning Team/Committee members enabling the safe care of children and Youth.

4. Training, Support and Accountability for Volunteers

Although roles are voluntary, there is an expectation that Youth Workers/helpers working for V4Y will attend all information and training meetings as arranged by the Trustees or Development Manager which are relevant to their role.

Subjects covered by training will include:

- Guidance on engaging with young people
- Organising activities
- Safeguarding

- First Aid
- Health and Safety

Please read this handbook carefully as it forms part of the training available for Youth Work/helping in activities and identifying and handling suspected cases of child abuse.

Discuss it with colleagues in your Team and raise any queries you may have with the Development Manager or Trustees

All Staff / Volunteers will be asked to sign a form saying that they:

- Have read and understood this document
- Will follow the guidelines on safe working practices
- Will attend further training where necessary that will help with working with young people or with regard to Safeguarding.

No worker, voluntary or paid, is allowed to operate in isolation. All staff should know who other members of their team are, and to whom they are responsible. Each team will have this Governing Document, which will help identify who these people are. If Staff / Volunteers do not understand or cannot find this information they should contact the Development Manager.

Any changes which a Team may wish to make to a Group's structure, (e.g. times of operation, name, leadership) should be discussed with Development Manager (and agreed by them) before being put into practice.

5. General Guidelines for Child Supervision

The following guidelines will help staff to run their group and activities safely and in compliance with current law relating to voluntary groups working with children and young people. If staff identify an area of concern where these guidelines are not being met, they should talk to the Development Manager

ALL LEADERS AND YOUTH WORKERS WORKING WITH A GROUP MUST HAVE A CURRENT DBS DECLARATION

A. Safe use of facilities

When preparing a session or series of sessions please consider carefully the following criteria:

- The maximum number of young people that can be looked after in any session, given the restrictions of space and assistance.
- The requirement that no young person should be left unattended, and no Leader or Helper allowed to work in isolation.
- Arrangements to ensure that the venue is secure so that no young person can leave unaccompanied by an appropriate adult, except in reference to a drop in

club.

- Whether the room(s) are clean and attractive, with suitable access for the young people attending.
- Whether seating/table space suitable for the age of the group and is the floor covering suitable for the activities planned.
- Where immediate access to a Telephone, Fire Extinguishers and First Aid Kit is located.
- The cleanliness of equipment, the regular checking of them for damage and cleanliness, and the arrangements made for replacing them regularly if required.
- Where adequate and suitable storage space is located so that space is not blocked by unnecessary clutter, before, during or after your group meet.

B. Alcohol and Drugs

- V4Y operates a no alcohol policy in and around it's groups, events or buildings and a no smoking policy inside or nearby any it's groups, events or buildings. Anyone found with alcohol are to be told to either dispose of it safely *(pour it down the drain)* or take it away. If they are under 18 the Police may be informed.
- Anyone believed to be drunk or under the influence of drugs are also to be requested to leave.
- Anyone found in possession of any illegal drugs are to be reported to the police.

C. Team monitoring & preparation

Team members should take responsibility for monitoring each other (including in the area of physical conduct between themselves and young people). They should feel free to constructively challenge a colleague if necessary. If specific help or guidance is required for working with a group or individual (child or adult), staff should speak to the Development Manager in the first instance

The following things should be considered:

- Encourage team work and mutual accountability. Plan meetings and agree what they should be for.
- It should be accepted by all workers that anyone seeing another worker behaving in a way that is contrary to the guidelines in this document, which could be misconstrued or be potentially harmful to a child, should be able to speak about it to the individual concerned or to the Development Manager.
- It is accepted that situations may occur when perhaps for the protection of a young person or in an emergency these guidelines will be departed from. In such cases permission should be sought prior to this or it should be reported immediately afterwards.
- Regular feedback and review meetings should be held as individual teams, and areas of difficulty highlighted at open meetings of Staff.

- It is advisable to keep a written record of issues discussed / decisions made at meetings.
- Team members should wear an authorising badge to denote their position and job responsibility.

D. Registers

There is a legal requirement to keep a register of those who attend your groups. These should be kept for every group involving children under 18, and be taken on every occasion when that group meet.

There is also legal requirement to keep a register of events. These should be kept for every group involving children under 18, and be taken on every occasion when that group meet. The register should clearly identify for each session:

- Names of Leaders, Youth Workers and Helpers present
- If the group met in their normal facilities, or if not, where?
- Any incidents which may have incurred injury or where a heavy reprimand was issued to a participant.
- Anything unusual (e.g. unusual behaviour or unaccountable, previously sustained injuries) observed should also be logged and attached to these sheets.

This register should be kept in your group records, for the duration of the year. It should then be passed to the Safeguarding Co-ordination for safe storage indefinitely.

E. Health and food issues

Parents should identify food allergies and health related issues when completing their “Consent Form”. All team members should then be made aware of the issues for each child, and a note made in the Register; this is particularly vital in case people have to cover a session in an emergency, as they will need to be able to see the issues at a glance.

If staff have planned an activity, which is not covered by this information, they should make sure parents have appropriate details before the session starts so that possible consequences are accounted for. These should be noted in the Register for future easy reference.

F. Contact with parent / carer

Every endeavour should be made to meet the parents of children and young people. Introduce yourself and other team members when children are dropped at and collected from sessions.

All children should be returned to the carer who delivered that child, except where specific alternative arrangements have been agreed in advance with members of the team leading that group.

G. Provision of resources and equipment

A Team can purchase minor equipment themselves up to an agreed amount and

reclaim the money through Petty Cash. Major equipment, including ***any*** electrical equipment, must be authorized by the Development Manager or Trustees in advance. Please contact them with your requests.

H. First aid, fire & incidents: response and reporting

There are specific procedures for responding to First Aid, Fire and other Incidents, as well as how and who to report these too. These should be made clear to *all* Team Leaders and Youth Workers.

I. Team recruitment

All Staff & volunteers are encouraged to identify and encourage interest in helping in a V4Y team. There is a system for formal recruitment of new volunteers for Children's and Youth Work.

Each new volunteer must undertake the following:

- Complete a simple Application Form.
- All Team Leaders and Youth Workers must supply at least two references.
- A DBS Check and basic Safeguarding Training.
- Read this Governing Document & Safeguarding Policy and know their reporting lines.
- No person under 16 will be accepted as a Team Leader or Youth Worker.

Whilst this process is being undertaken, the volunteer cannot be given a supervisory role with any group and can only attend under supervision to observe and assist.

J. Best practice: your conduct with young people

The following is a brief outline of how Leaders, Youth Workers and Helpers should conduct themselves with young people in their Group:

Do not be alone with **a young person** if you are working in a group setting**.** If a worker does need to have a confidential conversation with a young person, please ensure that they are clearly visible to other Leaders / Helpers through a window or clear door panel. If this is not possible, please ensure another adult is on the premises, making both the young person and the other person aware of each other's presence.

Workers must not invite a child or young person to their home.

Staff must treat all children with the respect and dignity appropriate to their age. Care must be taken regarding language, tone of voice, appearance and demeanour. Refer to them as a person (i.e. by name), not as 'the teachers son' etc. Remember that banter between adults may not be acceptable to young people. Give them encouragement and positive eye contact but be careful how much personal information you divulge. Do not engage in any rough or provocative games or make suggestive comments to them. **Avoid** inappropriate touching and do not joke, tease, ridicule, scape-goat, show favour or reject a child.

All staff should have agreed ground rules that explain how both young people

and adults are expected to behave and set boundaries for acceptable behaviour. Leaders and Youth Workers should be shown how to discipline without physical punishment or belittling a young person. They should be consistent in their behaviour and not allow a young person to become excessively attention-seeking. Staff should be aware of any precedents they set. They may know that the young person is safe with them but their actions could leave a young person vulnerable on other occasions, e.g. rewarding a young person with sweets for carrying out a task may give the young person the impression that it is safe to accept treats from anyone. Be firm, impartial and consistent. Reject the behaviour, not the young person, never hit a young person or shout in anger, talk to the young person in private when away from the youth group setting. The requirement to behave responsibly always rests with the leader, not the young person.

K. In the event of identifying possible abuse:

What to do if someone discloses something to you that you are concerned about

- Ensure the young person is protected from any immediate risk/danger
- Alert your Team Leader and/or our Safeguarding Officer to the situation
- Pass on all information you have to your Team Leader and/or our Safeguarding Officer
- Be supportive to the young person – do not ask questions that either of you feel uncomfortable about, just listen if they are willing to talk but do make notes of what you're told
- Once an investigating agency is involved, co-operate with them and work closely with their investigation as directed.

If something has been disclosed to you and you are not sure what to do or whether it poses as a safeguarding issue – speak to your Team Leader or our Safeguarding Officer for advice.

Contact Details

V4Y Safeguarding Officer
Contact No **07423 336516**
Email address **admin@vision4youth.org.uk**.

6. Approaches to challenging behaviour

Practice should be based on positive approaches to behaviour management. Youth workers should always seek to encourage appropriate behaviour and build up a young person's self-esteem. Where it is necessary to exercise authority youth workers should:

- Distinguish between serious and minor offences
- Apply agreed rules consistently and fairly
- Avoid sanctions against groups for the activities of individuals

- Focus on the ringleaders
- Avoid sanctions that are humiliating or degrading.

It is important to make it clear that unacceptable behaviour will not go unchecked. Rules of behaviour should be constructed in such a way as to ensure that young people learn to expect, when merited, fair and consistent treatment.

Recordings

A permanent record should be made within 24 hours and the Development Manager notified next day, of the imposition of any disciplinary measures and should include:

- The name of the young person concerned
- The sanction measures taken
- The reason they were used
- The person by whom they were used
- Full details of any physical contact with the young person and any outcomes

7. Control and direction through physical contact

There are occasions when control can be maintained by holding a young person in a manner, which does not carry the force of physical restraint. Young people may be successfully re-engaged in an activity by an arm on the shoulder: similarly a young person may be diverted from destructive behaviour. Again, young people engaged in an argument or a fight, which itself is not likely to cause serious harm but is nonetheless disruptive and detrimental to the well being of other young people, may be successfully separated by being guided away and held with little or no force. The main factor separating the holding from physical restraint is the degree of force applied, the intention of the action and how the young person perceived that action. It is appropriate to use such physical prompts and guidance when positive verbal prompting has been unsuccessful.

Physical restraint

Physical restraint is the positive use of force in order to protect a young person from harming themselves, others or seriously damaging property

On rare occasions there is no alternative to restraining young people physically in their own and others' interests and safety. In such instances no more than minimum necessary force should be used, taking in to account all of the circumstances. Such interventions should only be made when they are likely to succeed. Ideally, more than one adult should be present. Young people should not be locked in a room even if a member of staff is with them. Physical restraint is normally only necessary to prevent a young person causing harm to themselves or to others, seriously damaging property, or committing some criminal act, which risks harm to people or property, when verbal commands will not control the behaviour. The purpose of intervention is to restore safety and restraint should not be continued for longer than is necessary. Physical contact and restraint should never be used in anger and youth workers should make every effort to avoid any injury to the young person. They are not expected to restrain a young person if by doing so they will put themselves at significant risk. Brief period of withdrawal away from the point of conflict to a calmer

environment may be more effective for an agitated young person than holding or physical restraint.

Youth workers should note:

- The use of restraint should always be a last resort when all other attempts to control a young person have failed
- During an incident of restraint, the minimum force necessary should be used and the young person should continuously be offered the opportunity to regain self-control
- Restraint should never be carried out in anger by youth workers
- When restraining, gender or cultural differences should be taken into account.
- Young people should never be restrained by being tied up or bound

All incidents where restraint has been necessary should be clearly recorded noting:

- Date and time the restraint occurred
- Why restraint was necessary
- How restraint was carried out
- Who restrained the young person
- How long this restraint lasted
- Who was present during this period of restraint
- Any marks noted on the young person as a result of the incident and how they occurred
- Action taken (e.g. treatment) in relation to any marks or injuries occurring as a result of the incident

The young person's parent/carer should be informed when physical restraint has been necessary.

The Development Manager must be informed of the incident as soon as is reasonably possible.

Restriction of liberty

A young person attempting to leave a room or the premises should only be physically restrained if they are considered to be at risk of harming themselves or others. Young people should not be locked in a room and should not be required to remain in a building for an unreasonable length of time without relief. If a young person is being required to wait in a room while parent/care, Social Services or the police attend, a member of staff should remain with them. It is important to recognise that any practice or measure that prevents a young person from leaving a room or building of his or her own free will, may be deemed by the court to constitute a restriction of liberty.

Hitting young people

Youth workers should never hit or strike young people. If a young person is assaulting a member of staff, due force may be used in self-defence. Due force can be described as the minimum force necessary to prevent or deflect the assault.

Searching young people

In the interests of safety for other young people, common sense dictates that youth workers must have some right to establish if young people are concealing unacceptable items such as illegal drugs or weapons.

When a young person is suspected of concealing unacceptable items youth workers should not carry out a search. The young person should be invited to empty out their pockets and bags to satisfy staff they are not concealing unacceptable items. This should always take place in front of a suitable witness.

In the event of a young person refusing to reveal the contents of their pockets or bags they should either be asked to leave or parent/carers and police informed as appropriate.

Any search without a young person's consent could become the subject of an assault charge against the Youth Worker concerned.

Furthermore, if drugs or stolen property were suspected, the police would be more appropriate to deal with it.

Young people and special needs

Young people with special needs who require complex or repeated physical management should have a prescribed handling policy agreed with their parent/carer.

8. Safeguarding

Please see the separate Vision 4 Youth Safeguarding Policy.

9. V4Y Responsibilities

Introduction

1. The Trustees are responsible for all matters arising in connection to any issues to Youth and Young Adults provided by V4Y.
2. The members of the Trustee Board are listed on the Charity Commission website.

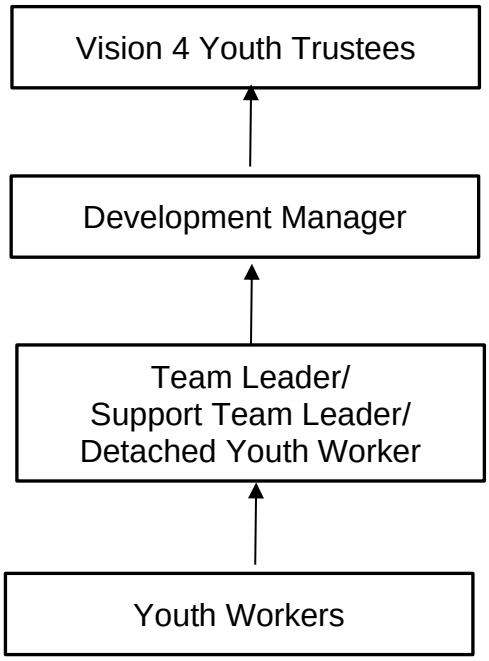
Reporting Lines

1. The reporting structure within V4Y is given in the attached chart.
2. In line with V4Y policies, a hierarchical reporting structure is in place for all adults working within children and young people.
3. Each group is required to have a designated leader, approved by the Development Manager or Trustees. All assistants and youth workers are under the authority of the Team Leader.
4. Anyone organising an event will be responsible to the Development Manager / Trustees. Any such events and expenditure associated with them will need to be approved by Development Manager or Trustees in advance of them taking place. Regular reports to the Development Manager on organisational details and progress will be required to enable the Trustees to be adequately informed.
5. Representatives from the Trustees will meet regularly with staff (ideally six times per year) to discuss future plans, progress, strategy and any issues that have arisen.

Responsibilities

1. The Trustees will, when required, make decisions regarding Youth and Young Adult matters and report those decisions to staff as soon as is reasonably practical.
2. The Development Manager or Trustees will assume supervisory responsibility for all V4Y events.
3. It is expected that any matters which require funding, permission and sanction or other decisions will be routed via the structure outlined in Reporting lines above.

CHART 1


Vision 4 Youth Trustees
Development Manager
Team Leader/
Support Team Leader/
Detached Youth Worker
Youth Workers

10. General fire evacuation instructions

Your first responsibility is to ensure the safety of the children or young people in your care

You are responsible for ensuring that you and your fellow leaders are familiar with the specific fire evacuation instructions for the building(s) in which you meet

In the event of a Fire or other emergency the following actions should be taken:

- In the event of you discovering a fire - Operate the nearest fire alarm call point.
- In the event of any other emergency — notify the other building users near you

On hearing the fire alarm or being told to leave the building, take the following actions:

- Ensure that all children, young people and adults in your group are with you or are accounted for.
- Do not stop to gather any personal belongings or equipment
- Exit the building via the nearest available exit
- Assemble with your group at the assembly point, as shown on the evacuation plan
- Check that all of your group is accounted for and report to the Team Leader

Date of last review: September 2024

Appendix 1

1. Constitution of a Charitable Incorporated Organisation whose only voting members are its charity trustees

(‘Foundation’ model constitution)

Date of constitution (last amended):

.....September 2024.....

1. Name

The name of the Charitable Incorporated Organisation (“the CIO”) is

Vision 4 Youth .

2. National location of principal office

The principal office of the CIO is in England at T**he Tythings, Reading Road, Yateley, GU46 7RP**

3. Object[s]

The objects of the CIO are

Vison 4 Youth (V4Y) is a charitable organisation committed to providing facilities, programmes, projects and activities for young people in the community; in Yateley and the surrounding areas. V4Y aims to provide a space where young people can enjoy meeting their friends, joining in organised activities in a friendly and safe environment.

V4Y, aim to work with Young People and the wider community with the following objects:

Empowering Young People to make a difference in Yateley and the surrounding areas.

Stimulating a strong feeling of self worth and confidence.

Increasing health and well-being

Increasing their independence and empowering young people to make 'age appropriate' decisions.

Promoting a sense of belonging and encouraging them to be proud of the area they live in.

Acknowledging children's and young people's rights to be accepted as fully included citizens in society.

Developing a greater understanding of religious, cultural, racial and ethnic diversity among young people.

Promoting the development of positive relationships with peers.

Increasing the knowledge of services, facilities and opportunities for young people in Yateley defined by local government area Hart and the surrounding areas, within a 10 mile radius.

Signposting regarding advice, information, education and practical support.

Nothing in this constitution shall authorise an application of the property of the CIO for the purposes which are not charitable.

4. Powers

The CIO has power to do anything which is calculated to further its objects or is conducive or incidental to doing so. In particular, the CIO has power to:

(1) buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;

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

(3) employ and remunerate such staff as are necessary for carrying out the work of the CIO. The CIO may employ or remunerate a charity trustee only to the extent that it is permitted to do so by clause 6 (Benefits and payments to charity trustees and connected persons) and provided it complies with the conditions of that clause;

(4) deposit or invest funds, employ a professional fund-manager, and arrange for the investments or other property of the CIO 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.

5. Application of income and property

(1) The income and property of the CIO must be applied solely towards the promotion of the objects.

(a) A charity trustee is entitled to be reimbursed from the property of the CIO or may pay out of such property reasonable expenses properly incurred by him or her when acting on behalf of the CIO.

(b) A charity trustee may benefit from trustee indemnity insurance cover purchased at the CIO's expense in accordance with, and subject to the conditions in, section 189 of the Charities Act 2011.

(2) None of the income or property of the CIO may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member of the CIO.

(3) Nothing in this clause shall prevent a charity trustee or connected person receiving any benefit or payment which is authorised by Clause 6.

6. Benefits and payments to charity trustees and connected persons

(1) General provisions

No charity trustee or connected person may:

(a) buy or receive any goods or services from the CIO on terms preferential to those applicable to members of the public;

(b) sell goods, services, or any interest in land to the CIO;

(c) be employed by, or receive any remuneration from, the CIO;

(d) receive any other financial benefit from the CIO;

unless the payment or benefit is permitted by sub-clause (2) of this clause or authorised by the court or the prior written consent of the Charity Commission ("the Commission") has been obtained. In this clause, a "financial benefit" means a benefit, direct or indirect, which is either money or has a monetary value.

(2) **Scope and powers permitting trustees' or connected persons' benefits**

(a) A charity trustee or connected person may receive a benefit from the CIO as a beneficiary of the CIO provided that a majority of the trustees do not benefit in this way.

(b) A charity trustee or connected person may enter into a contract for the supply of services and/or goods to the CIO where that is permitted in accordance with, and subject to the conditions in, sections 185 to 188 of the Charities Act 2011.

(c) A charity trustee or connected person may receive interest on money lent to the CIO at a reasonable and proper rate which must be not more than the Bank of England bank rate (also known as the base rate).

(d) A charity trustee or connected person may receive rent for premises let by the trustee or connected person to the CIO. The amount of the rent and the other terms of the lease must be reasonable and proper. The charity trustee concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are under discussion.

(e) A charity trustee or connected person may take part in the normal trading and fundraising activities of the CIO on the same terms as members of the public.

(3) In sub-clause (2) of this clause:

(a) "the CIO" includes any company in which the CIO:

(i) holds more than 50% of the shares; or

(ii) controls more than 50% of the voting rights attached to the shares; or

(iii) has the right to appoint one or more directors to the board of the company;

(b) "connected person" includes any person within the definition set out in clause [30] (Interpretation).

7. Conflicts of interest and conflicts of loyalty

A charity trustee must:

(1) declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the CIO or in any transaction or arrangement entered into by the CIO which has not previously been declared; and

(2) absent himself or herself from any discussions of the charity trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the CIO and any personal interest (including but not limited to any financial interest).

Any charity trustee absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the charity trustees on the matter.

8. Liability of members to contribute to the assets of the CIO if it is wound up

If the CIO is wound up, the members of the CIO have no liability to contribute to its assets and no personal responsibility for settling its debts and liabilities.

9. Charity trustees

(1) Functions and duties of charity trustees

The charity trustees shall manage the affairs of the CIO and may for that purpose exercise all the powers of the CIO. It is the duty of each charity trustee:

(a) to exercise his or her powers and to perform his or her functions in his or her capacity as a trustee of the CIO in the way he or she decides in good faith would be most likely to further the purposes of the CIO; and

(b) to exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard in particular to:

(i) any special knowledge or experience that he or she has or holds himself or herself out as having; and,

(ii) if he or she acts as a charity trustee of the CIO in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

(2) **Eligibility for trusteeship**

(a) Every charity trustee must be a natural person.

(b) No individual may be appointed as a charity trustee of the CIO:

- if he or she is under the age of 16 years; or
- if he or she would automatically cease to hold office under the provisions of clause 12(1)(e).

(c) No one is entitled to act as a charity trustee whether on appointment or on any re-appointment until he or she has expressly acknowledged, in whatever way the charity trustees decide, his or her acceptance of the office of charity trustee.

(d) At least one of the trustees of the CIO must be 18 years of age or over. If there is no trustee aged at least 18 years, the remaining trustees may only act to call a meeting of the charity trustees, or appoint a new charity trustee.

(e) A charity trustee must not be a beneficiary of the services of the CIO (other than with agreement of the majority of the trustees and may not participate in the vote on such a decision)

(3) **Number of charity trustees**

Option 1

(a) There must be at least three charity trustees. If the number falls below this minimum, the remaining trustee or trustees may act only to call a meeting of the charity trustees, or appoint a new charity trustee.

Option 1a

(b) The maximum number of charity trustees is 10. The charity trustees may not appoint any charity trustee if as a result the number of charity trustees would exceed the maximum.

(4) First charity trustees

The first charity trustees are as follows

.....

.....

.....

10. Appointment of charity trustees

(1) Apart from the first charity trustees, every trustee must be appointed for a term of 3 years by a resolution passed at a properly convened meeting of the charity trustees.

(2) The role of Chairperson, Treasurer and Secretary will be appointed for a term of one year.

(3) In selecting individuals for appointment as charity trustees, the charity trustees must have regard to the skills, knowledge

and experience needed for the effective administration of the CIO.

11. Information for new charity trustees

The charity trustees will make available to each new charity trustee, on or before his or her first appointment:

(a) a copy of the current version of this constitution; and

(b) a copy of the CIO's latest Trustees' Annual Report and statement of accounts.

12. Retirement and removal of charity trustees

(1) A charity trustee ceases to hold office if he or she:

(a) retires by notifying the CIO in writing (but only if enough charity trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings);

(b) is absent without the permission of the charity trustees from all their meetings held within a period of six months and the trustees resolve that his or her office be vacated;

(c) dies;

(d) in the written opinion, given to the CIO, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a trustee and may remain so for more than three months;

(e) is disqualified from acting as a charity trustee by virtue of sections 178-180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).

(2) Any person retiring as a charity trustee is eligible for reappointment.

13. Taking of decisions by charity trustees

Any decision may be taken either:

- at a meeting of the charity trustees; or
- by resolution in writing or electronic form agreed by a majority of all of the charity trustees, which may comprise either a single document or several documents containing the text of the resolution in like form to which the majority of all of the charity trustees has signified their agreement. Such a resolution shall be effective provided that
    - a copy of the proposed resolution has been sent, at or as near as reasonably practicable to the same time, to all of the charity trustees; and
    - the majority of all of the charity trustees has signified agreement to the resolution in a document or documents which has or have been authenticated by their signature, by a statement of their identity accompanying the document or documents, or in such other manner as the charity trustees have previously resolved, and delivered to the CIO at its principal office or such other place as the trustees may resolve within 28 days of the circulation date.

14. Delegation by charity trustees

(1) The charity trustees may delegate any of their powers or functions to a committee or committees, and, if they do, they shall determine the terms and conditions on which the delegation is made. The charity trustees may at any time alter those terms and conditions, or revoke the delegation.

(2) This power is in addition to the power of delegation in the General Regulations and any other power of delegation available to the charity trustees, but is subject to the following requirements:

(a) a committee may consist of two or more persons, but at least one member of each committee must be a charity trustee;

(b) the acts and proceedings of any committee must be brought to the attention of the charity trustees as a whole as soon as is reasonably practicable; and

(c) the charity trustees shall from time to time review the arrangements which they have made for the delegation of their powers.

15. Meetings of charity trustees

(1) Calling meetings

(a) Any charity trustee may call a meeting of the charity trustees.

(b) Subject to that, the charity trustees shall decide how their meetings are to be called, and what notice is required.

(2) Chairing of meetings

The charity trustees may appoint one of their number to chair their meetings and may at any time revoke such appointment. If no-one has been so appointed, or if the person appointed is unwilling to preside or is not present within 10 minutes after the time of the meeting, the charity trustees present may appoint one of their number to chair that meeting.

(3) Procedure at meetings

(a) No decision shall be taken at a meeting unless a quorum is present at the time when the decision is taken. The quorum is two charity trustees, or the number nearest to one third of the total number of charity trustees, whichever is greater, or such larger number as the charity trustees may decide from time to time. A charity trustee shall not be counted in the quorum present when any decision is made about a matter upon which he or she is not entitled to vote.

(b) Questions arising at a meeting shall be decided by a majority of those eligible to vote.

(c) In the case of an equality of votes, the person who chairs the meeting shall have a second or casting vote.

(4) Participation in meetings by electronic means

(a) A meeting may be held by suitable electronic means agreed by the charity trustees in which each participant may communicate with all the other participants.

(b) Any charity trustee participating at a meeting by suitable electronic means agreed by the charity trustees in which a participant or participants may communicate with all the other participants shall qualify as being present at the meeting.

(c) Meetings held by electronic means must comply with rules for meetings, including chairing and the taking of minutes.

16. Membership of the CIO

(1) The members of the CIO shall be its charity trustees for the time being. The only persons eligible to be members of the CIO are its charity trustees. Membership of the CIO cannot be transferred to anyone else.

(2) Any member and charity trustee who ceases to be a charity trustee automatically ceases to be a member of the CIO

17. Informal or associate (non-voting) membership

(1) The charity trustees may create associate or other classes of non-voting membership, and may determine the rights and obligations of any such members (including payment of membership fees), and the conditions for admission to, and termination of membership of any such class of members.

(2) Other references in this constitution to “members” and “membership” do not apply to non-voting members, and non-voting members do not qualify as members for any purpose under the Charities Acts, General Regulations or Dissolution Regulations.

18. Decisions which must be made by the members of the CIO

(1) Any decision to:

(a) amend the constitution of the CIO;

(b) amalgamate the CIO with, or transfer its undertaking to, one or more other CIOs, in accordance with the Charities Act 2011; or

(c) wind up or dissolve the CIO (including transferring its business to any other charity)

must be made by a resolution of the members of the CIO (rather than a resolution of the charity trustees).

(2) Decisions of the members may be made either:

(a) by resolution at a general meeting; or

(b) by resolution in writing, in accordance with sub-clause (4) of this clause.

(3) Any decision specified in sub-clause (1) of this clause must be made in accordance with the provisions of clause [28] (amendment of constitution), clause [29] (Voluntary winding up or dissolution), or the provisions of the Charities Act 2011, the General Regulations or the Dissolution Regulations as applicable. Those provisions require the resolution to be agreed by a 75% majority of those members voting at a general meeting, or agreed by all members in writing.

(4) Except where a resolution in writing must be agreed by all the members, such a resolution may be agreed by a simple majority of all the members who are entitled to vote on it. Such a resolution shall be effective provided that:

(a) a copy of the proposed resolution has been sent to all the members eligible to vote; and

(b) the required majority of members has signified its agreement to the resolution in a document or documents which are received at the principal office within the period of 28 days beginning with the

circulation date. The document signifying a member's agreement must be authenticated by their signature, by a statement of their identity accompanying the document, or in such other manner as the CIO has specified.

The resolution in writing may comprise several copies to which one or more members has signified their agreement. Eligibility to vote on the resolution is limited to members who are members of the CIO on the date when the proposal is first circulated.

19. General meetings of members

(1) Calling of general meetings of members

The charity trustees may designate any of their meetings as a general meeting of the members of the CIO. The purpose of such a meeting is to discharge any business which must by law be discharged by a resolution of the members of the CIO as specified in clause [18] (Decisions which must be made by the members of the CIO).

(2) Notice of general meetings of members

(a) The minimum period of notice required to hold a general meeting of the members of the CIO is 14 days.

(b) Except where a specified period of notice is strictly required by another clause in this constitution, by the Charities Act 2011 or by the General Regulations, a general meeting may be called by shorter notice if it is so agreed by a majority of the members of the CIO.

(c) Proof that an envelope containing a notice was properly addressed, prepaid and posted; or that an electronic form of notice was properly addressed and sent, shall be conclusive evidence that the notice was given. Notice shall be deemed to be given 48 hours after it was posted or sent.

(3) Procedure at general meetings of members

The provisions in clause 15 (2)-(4) governing the chairing of meetings, procedure at meetings and participation in meetings by electronic means apply to any general meeting of the members, with all references to trustees to be taken as references to members.

(4) Annual General Meetings

(a) An annual general meeting shall be held no less than 12 months and no more than 13 months after the date of the previous annual general meeting.

(b) The following business must be discharged at each annual general meeting together with any other relevant business:

i. Approval of the minutes of the previous annual general meeting
ii. Presentation and approval of the Annual report
iii. Presentation and approval of the Financial Report
iv. Election of officers

20. Saving provisions

(1) Subject to sub-clause (2) of this clause, all decisions of the charity trustees, or of a committee of charity trustees, shall be valid notwithstanding the participation in any vote of a charity trustee:

- who was disqualified from holding office;
- who had previously retired or who had been obliged by the constitution to vacate office;
- who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise;
- for whom there is a technical defect in their appointment as a trustee of which the trustees were unaware at the time;

if, without the vote of that charity trustee and that charity trustee being counted in the quorum, the decision has been made by a majority of the charity trustees at a quorate meeting.

(2) Sub-clause (1) of this clause does not permit a charity trustee to keep any benefit that may be conferred upon him or her by a resolution of the charity trustees or of a committee of charity trustees if, but for sub-clause (1), the resolution would have been

void, or if the charity trustee has not complied with clause 7 (Conflicts of interest).

21. Execution of documents

(1) The CIO shall execute documents either by signature or by affixing its seal (if it has one).

(2) A document is validly executed by signature if it is signed by at least two of the charity trustees.

22. Use of electronic communications

(1) General

The CIO will comply with the requirements of the Communications Provisions in the General Regulations and in particular:

(a) the requirement to provide within 21 days to any member on request a hard copy of any document or information sent to the member otherwise than in hard copy form;

(b) any requirements to provide information to the Commission in a particular form or manner.

23. Keeping of Registers

The CIO must comply with its obligations under the General Regulations in relation to the keeping of, and provision of access to, a (combined) register of its members and charity trustees.

24. Minutes

The charity trustees must keep minutes of all:

(1) appointments of officers made by the charity trustees.

(2) proceedings at general meetings of the CIO;

(3) meetings of the charity trustees and committees of charity trustees including:

- the names of the trustees present at the meeting;

- the decisions made at the meetings; and
- where appropriate the reasons for the decisions;

(4) decisions made by the charity trustees otherwise than in meetings.

25. Accounting records, accounts, annual reports and returns, register maintenance

(1) The charity trustees must comply with the requirements of the Charities Act 2011 with regard to the keeping of accounting records, to the preparation and scrutiny of statements of account, and to the preparation of annual reports and returns. The statements of account, reports and returns must be sent to the Charity Commission, regardless of the income of the CIO, within 10 months of the financial year end.

(2) The charity trustees must comply with their obligation to inform the Commission within 28 days of any change in the particulars of the CIO entered on the Central Register of Charities.

26. Rules

The charity trustees may from time to time make such reasonable and proper rules or byelaws as they may deem necessary or expedient for the proper conduct and management of the CIO, but such rules or bye laws must not be inconsistent with any provision of this constitution. Copies of any such rules or bye laws currently in force must be made available to any member of the CIO on request.

27. Disputes

If a dispute arises between members of the CIO about the validity or propriety of anything done by the members under this constitution, and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation.

28. Amendment of constitution

As provided by sections 224-227 of the Charities Act 2011:

(1) This constitution can only be amended:

(a) by resolution agreed in writing by all members of the CIO; or

(b) by a resolution passed by a 75% majority of those voting at a general meeting of the members of the CIO called in accordance with clause 19 (General meetings of members).

(2) Any alteration of the CIO's objects, of any provision of the CIO's constitution directing the application of property on its dissolution or any provision of the CIO's constitution where the alteration would provide authorisation for any benefit to be obtained by charity trustees or members of the CIO or persons connected with them, requires the prior written consent of the Charity Commission.

(3) No amendment that is inconsistent with the provisions of the Charities Act 2011 or the General Regulations shall be valid.

(4) A copy of every resolution amending the constitution, together with a copy of the CIO's constitution as amended must be sent to the Commission by the end of the period of 15 days beginning with the date of passing of the resolution.

29. Voluntary winding up or dissolution

(1) As provided by the Dissolution Regulations, the CIO may be dissolved by resolution of its members. Any decision by the members to wind up or dissolve the CIO can only be made:

(a) at a general meeting of the members of the CIO called in accordance with clause 19 (General meetings of members), of which not less than 14 days' notice has been given to those eligible to attend and vote:

(i) by a resolution passed by a 75% majority of those voting, or

(ii) by a resolution passed by decision taken without a vote and without any expression of dissent in response to the question put to the general meeting; or

(b) by a resolution agreed in writing by all members of the CIO.

(2) Subject to the payment of all the CIO's debts:

(a) Any resolution for the winding up of the CIO, or for the dissolution of the CIO without winding up, may contain a provision directing how any remaining assets of the CIO shall be applied.

(b) If the resolution does not contain such a provision, the charity trustees must decide how any remaining assets of the CIO shall be applied.

(c) In either case the remaining assets must be applied for charitable purposes the same as or similar to those of the CIO.

(3) The CIO must observe the requirements of the Dissolution Regulations in applying to the Commission for the CIO to be removed from the Register of Charities, and in particular:

(a) the charity trustees must send with their application to the Commission:

(i) a copy of the resolution passed by the members of the CIO;

(ii) a declaration by the charity trustees that any debts and other liabilities of the CIO have been settled or otherwise provided for in full; and

(iii) a statement by the charity trustees setting out the way in which any property of the CIO has been or is to be applied prior to its dissolution in accordance with this constitution;

(b) the charity trustees must ensure that a copy of the application is sent within seven days to every member and employee of the CIO, and to any charity trustee of the CIO who was not privy to the application.

(4) If the CIO is to be wound up or dissolved in any other circumstances, the provisions of the Dissolution Regulations must be followed.

30. Interpretation

In this constitution:

"**connected person**" means:

(a) a child, parent, grandchild, grandparent, brother or sister of the charity trustee;

(b) the spouse or civil partner of the charity trustee or of any person falling within sub-clause (a) above;

(c) a person carrying on business in partnership with the charity trustee or with any person falling within sub-clause (a) or (b) above;

(d) an institution which is controlled –

(i) by the charity trustee or any connected person falling within sub-clause (a), (b), or (c) above; or

(ii) by two or more persons falling within sub-clause (d)(i), when taken together

(e) a body corporate in which –

(i) the charity trustee or any connected person falling within sub-clauses (a) to (c) has a substantial interest; or

(ii) two or more persons falling within sub-clause (e)(i) who, when taken together, have a substantial interest.

Section 118 of the Charities Act 2011 apply for the purposes of interpreting the terms used in this constitution.

"General Regulations" means the Charitable Incorporated Organisations (General) Regulations 2012.

"Dissolution Regulations" means the Charitable Incorporated Organisations (Insolvency and Dissolution) Regulations 2012.

The **"Communications Provisions"** means the Communications Provisions in [Part 9, Chapter 4] of the General Regulations.

"charity trustee" means a charity trustee of the CIO.

A **"poll"** means a counted vote or ballot, usually (but not necessarily) in writing.