



## CONSTITUTION

### 1. Name

- 1.1 The charity's name is Pirton JoyCare (hereafter called 'the charity').

### 2. Objects

- 2.1 The relief, for the public benefit, of those in need by reason of age, ill-health, disability or social isolation, within the community of Pirton, Hertfordshire by the provision of facilities in the interests of social welfare for recreation and leisure time occupation with the objective of improving their conditions of life and through home visits, transport for medical appointments and provision of mobility aids, or in pursuing any objects which now or hereafter may be deemed in law to be charitable.

### 3. Trustees

- 3.1 The charity shall be managed by a committee of trustees who are appointed at the Annual General Meeting (AGM). The charity shall have a maximum of 8 trustees and from the trustees a chair, a treasurer and a secretary shall also be appointed.
- 3.2 Trustees shall be elected by members at the AGM. Trustees shall retire at the AGM but may stand for re-election.

### 4. Powers of trustees

- 4.1 Trustees must manage the business of the charity and have the following powers in order to further the charity's objects:
- a) to raise funds, receive grants and donations;
  - b) to apply funds to carry out the work of the charity;
  - c) to do all such other lawful things as are necessary for the achievement of the objects.

### 5. Membership

- 5.1 The charity may admit as a member any person aged sixty years or over who lives in Pirton, Hertfordshire.

### 6. Income and property

- 6.1 The income and property of the charity shall be applied solely towards the promotion of the objects of the charity.
- 6.2 None of the income or property of the charity may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member or trustee of the charity.
- 6.3 A trustee is entitled to be reimbursed from the income of the charity for reasonable expenses properly incurred by them when acting on behalf of the charity.



- 6.4 A trustee may benefit from trustee indemnity insurance cover purchased at the charity's expense in accordance with section 189 of the Charities Act 2011.
- 6.5 The treasurer shall keep proper accounts of the finances of the charity. The charity's financial year shall run from 1 April to 31 March.
- 6.6 At the end of each financial year the treasurer shall arrange for the charity's accounts to be examined by an independent person in accordance with the requirements of the Charities Act 2011.

## **7. Annual General Meeting (AGM)**

- 7.1 An AGM must be held within 3 months of the end of each financial year. At least 14 days notice must be given to members and the notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. Minutes must be kept of the AGM.
- 7.2 There must be at least 10 members present at the AGM. If the quorum is not met trustees must reconvene the meeting and give at least 7 days notice of the reconvened meeting.
- 7.3 Trustees must present the annual report and accounts at the AGM.
- 7.4 Each member present at the meeting shall have one vote. If there is an equality of votes the person who is chairing the meeting shall have a casting vote.

## **8. Trustees meeting**

- 8.1 Trustees must hold at least 3 meetings each year. Minutes must be kept of each meeting.
- 8.2 There must be at least 3 trustees present at a trustees meeting. Trustees may act by majority decision. The Chair or person presiding at a trustee meeting shall have a casting vote should the need arise.
- 8.3 If trustees have a conflict of interest they must declare it and leave the meeting while this matter is being discussed or decided.
- 8.4 During the year trustees may, if required, appoint up to 2 additional trustees. They will stand down at the next AGM.
- 8.5 Trustees may make reasonable additional rules to help run the charity. These rules must not conflict with this constitution or the law.

## **9. Special General Meeting**

- 9.1 If trustees consider it is necessary to dissolve the charity, they must call a Special General Meeting so that members can make the decision. Trustees must also call a Special General Meeting if they receive a written request from no less than 20 members. Members must be given 14 days notice of a Special General Meeting and told the reason for the meeting. All decisions require a majority of those present. Minutes must be kept of the meeting.



## **10. Dissolution clause**

- 10.1 If trustees or members consider it necessary for the charity to be dissolved, trustees must call a Special General Meeting so that members can make the decision. Any decision to dissolve the charity will require a majority of those present. Minutes must be kept of the meeting.
- 10.2 If members resolve to dissolve the charity the trustees will remain in office as charity trustees and be responsible for winding up the affairs of the charity in accordance with this clause.
- 10.3 The trustees must collect in all the assets of the charity and must pay or make provision for all liabilities of the charity.
- 10.4 The trustees must apply any remaining property or money directly for the objects; by transfer to any charity or charities for purposes the same as or similar to the charity; or in such other manner as the Charity Commission may approve in writing in advance.
- 10.5 The members may pass a resolution before or at the same time as the resolution to dissolve the charity specifying the manner in which the trustees are to apply the remaining property or assets of the charity and the trustees must comply with the resolution if it is consistent with the sub-clauses set out in 10.4 above.
- 10.6 In no circumstances shall the net assets of the charity be paid to or distributed among the members of the charity (except to a member that is itself a charity).
- 10.7 The trustees must notify the Charity Commission promptly that the charity has been dissolved. If the trustees are obliged to send the charity's accounts to the Charity Commission for the accounting period which ended before its dissolution, they must send the Charity Commission the charity's final accounts.

## **11. Amendment of constitution**

- 11.1 Trustees may amend any provision contained in the constitution in accordance with the Charities Act 2011 provided that:
- (a) the change would not undermine or work against the previous objects of the charity;
  - (b) no amendment may be made that would have the effect of making the charity cease to be a charity in law;
- 11.2 A resolution to amend the constitution must be passed by at least two thirds of trustees at a trustees meeting. Minutes must be kept of the meeting.
- 11.3 A copy of the resolution amending the constitution must be sent to the Charity Commission within 21 days of it being passed.



**12. Adoption of the constitution**

12.1 The charity and its assets will be administered and managed in accordance with the provisions of this constitution.

12.2 This amended constitution was unanimously passed by resolution of the members present at the Annual General Meeting on 20<sup>th</sup> April 2023.

A rectangular area containing a handwritten signature in black ink that reads "A. Maple".

25/04/2023

Alison Maple  
Chair

Date