

CONSTITUTION OF ABERMULE COMMUNITY CENTRE

ARTICLE 1 - NAME:

The organisation shall be known as "Abermule Community Centre Association" (ACCA) Community Centre., hereinafter referred to as the "Centre".

ARTICLE 2 - PURPOSE:

The purpose of the Centre is to provide a Facility for a broad range of recreational and leisure activities for persons of all ages resident within the designated areas as defined in Article 5.

ARTICLE 3 - OBJECTIVES:

The objectives of the Centre shall be:

- 3.1. To plan and initiate or conduct a variety of recreational and leisure activities suited to the needs and requirements of the residents of the designated area.
- 3.2. To communicate with the residents of the designated area to determine their needs for recreational and leisure activities, and to ensure that they are aware of the activities and programs being offered by the Centre.
- 3.4. To promote activities through which funds may be raised to support the activities of the centre.
- 3.5. To plan for the continued operation of the Centre and it's programs through the recruitment and training of volunteers.

ARTICLE 4 - DEFINITIONS:

Fiscal Year - 12 consecutive months chosen by a corporation to be its accounting period.

Proxy - A person appointed to vote for another who is not present.

Quorum - The minimum number of members that must be present for a valid meeting.

Winding Up - The process by which a corporation ceases to exist.

Majority Vote - Fifty % plus one of the eligible voters.

Age of Majority - A person who is 18 years of age or older.

Board of Trustees - Persons elected to office at Annual General Meeting

ARTICLE 5 - BOUNDARIES:

Abermule Community Centre Association shall serve the residents within the boundaries of under the auspices of Abermule with Llandysil Community Council.

ARTICLE 6 - AFFILIATION AND USE:

6.1. Affiliation will be offered upon approval to; community-based not-for-profit groups carrying out their activities within the specified boundaries.

6.2. Members of all affiliated groups shall have representation within a group.

6.3. Any persons may use the facilities following the centre's terms and conditions and take part in the programmes provided by the Centre, but the Centre shall be specifically concerned with meeting the needs of those residents residing within their designated boundaries.

ARTICLE 7 - FISCAL YEAR:

The fiscal year end of the Centre shall be 30 April.

ARTICLE 8 - GOVERNMENT:

8.1. The business and affairs of the Centre shall be managed by a Board of Trustees consisting of not less than eight members including the Board of Trustees, which have been elected at the Annual General Meeting

8.2. The Board of Trustees shall consist of at least four Officers; being the Chair Person, Vice-Chair Person(s), Secretary and Treasurer.

8.3. In the event of a vacancy, an Extraordinary General Meeting shall be called Abermule Community Centre Association.

8.4. Any centre user of the age of majority may attend, vote or stand for election at the Annual Meeting of the Centre.

8.5. The office of a Trustee shall be vacated upon the occurrence of any one of the following events:

- (a) vacant by death;
- (b) resignation in writing to the Board;
- (c) removal by resolution of at least two-thirds of the other Trustees of the Centre.

8.6. Any Trustee may be removed from their elected or appointed position by a two-thirds majority vote of the entire remaining Board of Trustees upon the occurrence of any one of the following events:

- (a) failure by the Trustee to attend any three consecutive regular monthly meetings of the Board;
- (b) failure by the Trustee to disclose a conflict of interest;
- (c) where the remaining Trustees are of the opinion that the Trustee has not acted in the best interest of the centre.

8.6.a. A motion to remove a Trustee must be presented at the meeting of the Board before the meeting which will consider the motion.

8.6.b. The meeting considering the motion to remove must have a quorum without counting the Trustee who brought the motion, or the Trustee who is the subject of the motion, neither of whom may vote on the motion.

8.6.c. The motion to remove and the reasons for the motion must be mailed to the Trustee being removed no later than seven (7) days before the meeting dealing with the dismissal.

8.6.d. The Trustee being removed shall be given the opportunity to present his evidence.

8.7. The Board of Trustees is to serve without remuneration. No Trustee may directly or indirectly receive any profit from their position as Trustee. A Trustee may be reimbursed for reasonable expenses incurred by them in the performance of their duties and may be paid reasonably for any duties they perform under contract to the Centre.

8.8. On any occasion in which a Trustee, or a spouse or dependent of a Trustee, has a personal material or other substantial interest in any contract or transaction to which the Centre is a party, it is deemed that this Trustee has a conflict of interest and shall disclose such interest at the time. The Trustee shall refrain from speaking to or voting on the resolution approving the transaction.

ARTICLE 9 - Responsibilities of Board of Trustees:

The Board of Trustees will be enabled to do all things necessary for the successful operation of the Centre, thus empowered to:

9.1. Administer the funds of the Centre in such manner and for such purposes, as it may decide are beneficial to the well-being and advancement of the objectives of the Centre.

9.2. To commence any new form of activity or sport considered desirable by the Membership or in like manner discontinue any form of activity or sport being conducted under the auspices of the Centre.

9.3. Expel or suspend from the Centre any person guilty of misconduct or any infraction of the rules and regulations of the Centre.

9.4. To ensure that the Centre is operated on a non-political and non-sectarian basis.

9.5. Notwithstanding any other provisions of the Constitution, appoint committees, either standing or temporary, prescribe their duties, powers and duration thereof. The Board of Trustees may also appoint the Committee Chairperson. All Committees shall be responsible and accountable to the Board of Trustees.

9.6. To appoint advisors to the Board as it deems necessary and appropriate. Such appointments shall be ratified by the Board of Trustees.

9.7. Subject to ratification by the board, the Board of Trustees shall make such rules and regulations regarding the use of the Centre facilities as they may deem necessary.

9.8. The election of a Centre Warden who will be responsible for the day-to-day running of the centre within a remit approved by the Board of Trustees.

ARTICLE 10 - ELECTIONS:

10.1. Election of the Board of Trustees shall be held at the Annual General Meeting of the Centre.

10.2. Nominations from the floor will be accepted by the Chair of the Annual Meeting. All nominations must be proposed and seconded by attendees.

10.5. The elected Board of Trustees shall take office upon election unless otherwise provided for by the by-laws.

ARTICLE 11 - TERMS OF OFFICE:

11.1. Each Trustee shall normally be elected for a one year term. At each annual meeting all Trustees on the incumbent board shall retire, but, if qualified, shall be eligible for re-election.

ARTICLE 12 - MEETINGS:

12.1. The Board of Trustees will meet at least once a month except during July and August. Notice of meetings including minutes of the previous meeting and a preliminary agenda shall be mailed to each Board member at least seven days before the meeting.

12.2. The Board of Trustees will meet at the call of the Chair Person. Minutes of the Board of Trustees Meeting will be presented at the first Board of Trustees meeting following the Board of Trustees Meeting. Notice of the meeting will be mailed to the Board of Trustees at least seven days before the meeting.

12.3. Extraordinary General Meetings may be convened by the Chair Person, or by a minimum of one-third of the Board of Trustees or by fifteen members of the Centre. Written requests must be acted upon within thirty days of receipt of the request. Such requests shall state the nature of the business proposed to be transacted. An Extraordinary meeting shall consider only those matters which are identified in the notice of the meeting. Notice of the meeting including the agenda shall be posted at least 14 days before the meeting. Such notice may be given by way of advertisement in the community newspaper or a community centre newsletter and shall be prominently displayed on the Centre's bulletin board.

12.4. An Annual Meeting of Abermule Community Centre Association will be held during June in each Calendar year. The annual meeting shall be convened for the purpose of reporting the year's activities and the election of officers. Notice of meeting by way of advertisement community centre newsletter shall be posted at least 30 days before the meeting.

12.5. Committee Meetings will be held as required and will be held at the discretion of the Committee Chair. The Chair will provide a report to the Board of Trustees at the next regularly scheduled meeting.

12.6. All regular meetings of Abermule Community Centre Association shall be open to the public. Any member wishing to raise an item on the agenda must give notice to the Chair Person at least seven (7) days before the meeting. The Board of Trustees will have the right to deny any such request with a written notification stating the reasons for the denial.

12.7. Abermule Community Centre Association shall meet four times a year (inclusive of the Annual General Meeting).

ARTICLE 13 - QUORUMS:

13.1. The quorum for the transaction of business at a regular or Extraordinary meeting of the board shall consist of not less than a simple majority of the Trustees in office at the time.

13.2. The quorum for the transaction of business at an Extraordinary General Meeting shall be not less than fifteen members of the Centre including five members of the board.

13.3. The quorum for the transaction of business at an Annual Meeting shall be not less than Fifteen voting members.

13.4. Meetings shall be adjourned and no business conducted if there is no quorum within thirty minutes after the scheduled time of the meeting.

ARTICLE 14 - VOTING PRIVILEGES:

14.1. At a regular or Extraordinary meeting of the Board of Trustees each Board member in attendance with shall have one vote. The Chair Person will have a casting vote in the event of a tie.

14.2. At the Annual Meeting or any Extraordinary General Meeting of the Centre, each member of the age of majority in attendance shall be entitled to a vote.

14.3. All motions except amendments to the Constitution and By-Laws shall be approved by a simple majority.

14.4. All amendments to the Constitution and By-Laws shall require a minimum of a two-thirds majority.

14.5. The Chair may at his/her discretion require any contentious issue to be voted on by ballot.

14.6. No proxy votes will be allowed.

ARTICLE 15 - ADVISORY STATUS TO THE BOARD:

The Board of Trustees may appoint advisors to the Board as it deems necessary and appropriate. Such appointments shall be ratified by the Board by a simple majority vote.

ARTICLE 16 - FINANCE:

16.1. The Board shall be responsible for all funds and securities of the Centre and present an Annual Financial Review at the Annual General Meeting.

16.2. An annual budget shall be submitted to the board for approval at the Annual General Meeting

16.3. All funds raised by or on behalf of, or under the auspices of the Centre must have prior approval of the Board.

16.4. All funds and securities of the Centre shall be deposited in the name of the Centre with a recognised financial institution which shall be selected by the Board.

16.5. All financial documents and contracts shall carry a minimum of two signatures as approved by resolution of the board.

16.6. No person shall incur an expense or commitment on behalf of the Centre unless authorised by the Board of Trustees.

16.7. The Board of Trustees is authorised to incur such expenses as necessary for the continued operation of the Centre.

16.8. Expenses or commitments of more than the authority in 16.7. Shall be submitted for approval in the following manner; the project must be approved in principle by a two-thirds majority of the entire Board; the Chair Person will appoint an ad-hoc committee to study the feasibility of the project who will provide a detailed written report to the Board within 60 days; upon acceptance and approval of the report by a two-thirds majority of the Board an Extraordinary General Meeting must be called within 60 days at which time the report will be submitted to the Affiliation Group for consultation. Final Approval must be made by a three quarter majority vote by the elected trustees.

16.9. The books and records of the Centre shall be open to inspection public scrutiny at all times, upon reasonable notice to the Board.

16.10. The Board shall annually appoint auditors to review the accounts of the Centre, whose report, upon completion shall be presented to the Board of Trustees for Approval. Once approved the accounts will available at the Annual General Meeting to be adopted.

ARTICLE 17 - AMENDMENTS:

17.1. Amendments to the Constitution may be made at the Annual Meeting. All amendments must be received in writing no later than 21 days before the meeting.

17.2. Amendments to the by-laws may be made at the Annual Meeting or an Extraordinary Meeting of the Board of Trustees. Notice of motion for amendments shall be made at any regular or Extraordinary Meeting of the Board.

17.3. Amendments to the Constitution shall require a minimum of a two-thirds majority of the members in attendance at the Annual Meeting.

17.4. Amendments to the by-laws shall require a minimum of a two-thirds majority of the Board members in attendance.

ARTICLE 18 - INDEMNIFICATION:

Every Trustee or officer of the Centre or person who has undertaken or is about to undertake any liability on behalf of the Centre and their heirs, executors, administrators and estate, respectively, shall at all times be indemnified and saved harmless out of the funds of the Centre from and against:

all costs, charges and expenses sustained or incurred from the execution of the duties of office except such costs, charges or expenses as are occasioned by their wilful neglect.

Trustees of the Centre do not have and cannot have any personal interest in the Centre's property. If the Abermule Community Centre Association is dissolved or disbanded, any assets left after all liabilities have been satisfied must be turned over to the Custodian Trustees.

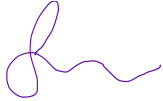
ARTICLE 20 - INTERPRETATION:

In the event of any dispute as to the meaning of any article heretofore or hereafter passed, the interpretation of the Board of Trustees shall be final and conclusive.

Upon adoption, this constitution comes into force with immediate effect, with the currently elected trustees remaining in post until the next Annual General Meeting.

This constitution was formally adopted on 3rd January 2018 having been previously approved at an Extraordinary General Meeting of Abermule Community Centre Association on 20th December 2017

Abermule Community Centre Association Chair



Leon Karl Shearer