

JULY 1998

**THE GOVERNING DOCUMENT OF THE
COMMUNITY MINIBUS ASSOCIATION (WEST SUSSEX)**

1. The name of the charity shall be **The Community Minibus Association (West Sussex)** or such other name as the Executive Committee may approve from time to time with the approval of the Charity Commissioners.

Objects

2. The **objects** of the Association are to provide and operate transport facilities as a social service for those residents of West Sussex who are unable to reasonably use public transport and who are eligible for such facilities as provided for the time being in these rules.
3. The Association shall be non-political, non-sectarian and shall not trade for profit. The objects and activities shall be exclusively charitable.
4. The eligibility, of a person, charitable group, club or association, including those comprising of young people, to benefit from the Association's transport facilities shall be assessed by the Village Group. The Village Group will consist of such members of the Association as the Executive Committee may from time to time nominate in relation to any particular parish or parishes in West Sussex as may from time to time be designated by the Executive Committee. All cases of doubt or disagreement within the Village Group shall be referred to the Executive Committee whose decision shall be final.
5. The Village Group organiser will issue cards, valid for one year, to persons entitled to use the Association's transport and maintain a list of those persons.
6. Only persons holding a valid card may use the transport facilities of the Association, except for dependent children or an attendant accompanying the card holder. One card will be accepted for a group, club or association, when the vehicle is being used solely by that group, club or association.

Powers

7. In addition to any other powers which it has, the Executive Committee may exercise the following powers in furtherance of the objects of the Association:
 - (1) power to raise funds and to invite and receive contributions, provided that in raising funds the Executive Committee shall not undertake any substantial trading activities;
 - (2) power to buy, take on lease or in exchange, any property, and to maintain and equip it for use;

- (3) power to sell, lease, or otherwise dispose of, all, or any part of the charity's property, subject to complying with the restrictions on disposals imposed by section 36 of the Charities Act 1993, unless the disposal is exempted from these restrictions by section 36(9)(b) or (c) or section 36(10) of that Act;
- (4) power to borrow money and to mortgage all, or any part of the charity's property, as security for repayment of the money borrowed, subject to complying with the restrictions on mortgages imposed by section 38 of the Charities Act 1993.
- (5) power to delegate any of its powers to sub-committees consisting of such members or member of its body as it thinks fit;
- (6) power to do all such other lawful things as are necessary for the achievements of the objects.

The Executive Committee

- 8. The Executive Committee are the charity trustees within the meaning of s.97 Charities Act 1993, being the persons "having the general control and management of the administration of the charity", and consists of:

The President and Vice-Presidents of the Association
 The Chairman
 The Honorary Treasurer
 The Honorary General Secretary
 The Honorary Assistant Secretary
 The Honorary Assistant Secretary (Special Duties)
 The Vehicle Managers (two)
 The Divisional Organisers (six)

- 9. The members of Executive Committee shall be elected at the Annual General Meeting and serve for a period of one year. At the end of one year they may be nominated and re-elected. The Executive Committee shall have the power to appoint any member of the Association to fill a vacancy on the Executive Committee. Any member so appointed shall hold office only until the next following Annual General Meeting and then be nominated for election.
- 10. The Executive Committee shall normally meet four times a year to manage the affairs of the Association. The meetings of the Executive Committee shall be governed by the clauses regulating general meetings of the Association, except as regards a quorum, so far as the same are applicable.
- 11. The Executive Committee shall meet with representatives from the Village Groups, normally the Village Group Organisers, approximately four months prior to the Annual General Meeting.
- 12. A member of the Executive Committee may at any time call on the General Secretary to call a meeting of the Executive Committee. The

quorum for the transaction of the business of the Executive Committee shall be five members.

Meetings and proceedings

13. The Association shall in each year, in addition to any other meetings held in that year, hold a general meeting as its Annual General Meeting at such a time, within a period of not more than fifteen months after the last preceding Annual General Meeting, and at a place determined by the Executive Committee. All other general meetings other than the Annual General Meeting shall be called Special.
14. At least fourteen days notice, exclusive of the day on which the notice is served or deemed to have been served and of the day for which the notice is given, shall be given to all members of the Association of all general meetings.
15. The accidental omission to give notice of any meeting or the non-receipt of any notice of meeting of the Association shall not invalidate the proceedings of the meeting.
16. No business shall be conducted at any general meeting unless a quorum is present. One twentieth of the total number of members of the Association or ten such members, whichever is less, and providing at least two of the members present are members of the Executive Committee, shall form a quorum.
17. If within half an hour from the time appointed for the meeting a quorum is not present, it shall stand adjourned to such a day in the next week and to such place as may be appointed by the President, or failing him, the Chairman, and if at such adjourned meeting a quorum is not present within fifteen minutes from the appointed time for holding the meeting, the members of the Association present shall be a quorum.
18. The President of the Association shall preside at every general meeting. If at any general meeting neither he nor a Vice-President nor the Chairman are present within ten minutes of the time appointed for holding the meeting, the members of the Association present shall choose one of their number present to act as a chairman.
19. Every member of the Association present in person at a general meeting shall have one vote and in the equality of votes the chairman of the meeting shall have a second or casting vote.
20. At any general meeting a resolution put to the vote shall be decided by a show of hands by the members of the Association present and so voting. A declaration by the chairman of the meeting that a resolution has been carried or lost shall be conclusive evidence of the fact.
21. Minutes shall be taken at **all** meetings of the Association.

22. The function of an **Annual General Meeting** shall be as follows:

- (1) To receive and adopt the Chairman's report for the preceding year.
- (2) To receive and adopt the Accounts for the year ending 31st.December of the previous year.
- (3) To appoint an Auditor for the ensuing year
- (4) To agree the minimum amount for the Annual Subscription for the ensuing year.
- (5) To transact any other business of the Association specified in the notice convening the meeting.
- (6) To transact any other business of the Association specified in the notice convening the meeting.

23. **Special General Meetings** shall be convened by the Secretary on the instructions of the President, the Chairman, the Executive Committee or, on written requisition signed by not less than ten members of the Association, stating the purpose for which a special general meeting is to be convened. The Secretary shall convene a special meeting within thirty days of the relevant instructions or requisition.

Membership

24. Membership of the Association shall be of two kinds, each having the same voting rights at a general meeting.

- (1) A person who is actively involved with the Association enabling it to meet it's Objects.
- (2) A beneficiary of the Association, holding a valid User Card.

25. The holders of User Cards shall be asked to make an annual subscription to the Association. The minimum amount of the annual subscription shall be agreed at the Annual General Meeting.

26. Termination of membership of the Association will be assumed if the person, group, club or association is no longer actively involved with enabling the Association to meet it's Objects or does not hold a valid User Card.

27. The Executive Committee have the power to terminate membership of the Association for good and sufficient reason. Before a final decision is made the member shall have the right to be heard, accompanied by a friend if necessary, by the Executive Committee.

Accounts

28. The Executive Committee of the Community Minibus Association (West Sussex) must comply with their obligations under the Charities Act 1993 with regard to the following:

- (1) The Executive Committee are required to keep accounting records which show and explain all the charity's transactions. The records must contain:
 - (a) day to day entries for all sums of money received or spent, showing what the money was received for or spent on; and
 - (b) a record of the charity's assets and liabilities.
- (2) The records must show, with reasonable accuracy, the charity's financial position on any particular date in the past; and they must be sufficiently detailed to enable the Executive Committee to prepare accounts in the form required.
- (3) The Executive Committee must preserve these records for at least six years after the end of the financial year to which they relate.
- (4) The Executive Committee must prepare accounts for each financial year. The accounts may be, since the income is below £100,000, on the receipts and payments basis. Accounts must be subject to outside scrutiny by an independent examiner.
- (5) An annual report must be prepared for the Annual General Meeting.
- (6) Accounts, report and annual return must be sent to the Charity Commission within ten months of the end of the charity's financial year.

Bank accounts

29. Accounts shall be maintained with banks or building societies approved by the Executive Committee. The Chairman, Honorary Treasurer, Honorary General Secretary and the Honorary Assistant secretary shall be authorised to sign cheques. Each cheque shall require two signatures.

Executive Committee not to have a personal interest

30. Except with the prior written approval of the Charity Commissioners no trustee may:
- (1) receive any benefit in money or in kind from the charity; or
 - (2) have an interest in the supply of goods or services to the charity; or
 - (3) acquire or hold any interest in property of the charity (except to hold it as a member of the Executive Committee of the charity)

Indemnity against loss

31. No member of the Executive Committee shall be liable for any loss, unless the loss be the consequence of any neglect or default on their part, happening to the Association through the execution of the duties of his office and shall be indemnified out of the assets of the Association against all liability so incurred.

Power to amend

32. Subject to the following provisions of this clause the Rules may be amended by a resolution passed by not less than two-thirds of the

members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution setting out the terms of the amendment proposed.

- (1) no amendment may be made to clauses two to six, clause thirty, or clause thirty-three, without the prior written approval of the Commissioners;
- (2) no amendment may be made which has the effect of the charity ceasing to be a charity at law.
- (3) The Executive Committee must:
 - (a) promptly send to the Commissioners a copy of any amendment made; and
 - (b) keep a copy of any such amendment with this deed.

Power of dissolution

33. If the Executive Committee decide that it is necessary or advisable to dissolve the charity, they shall call a meeting of all members of the charity for which not less than twenty-one days notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by two-thirds majority of those present and voting, the Executive Committee shall have 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 or institutions having objects similar to the object of this charity as the members of the charity may determine, or, failing that, shall be applied for some other charitable purpose.

21st July 1998