

# Next Steps

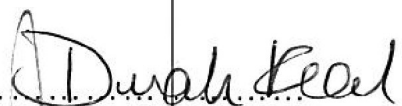
(Mental Health Resource Centre)

## CONSTITUTION

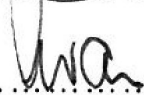
The Executive Committee has the responsibility of ensuring that the Constitution is coherent and fulfils the needs of the Charity. It will be regularly reviewed, and, if necessary, updated.

This document was adopted by the Membership of Next Steps on the 12<sup>th</sup> January 2011, and as such replaces any previous documents that may have existed.

Chair of the meeting: Di Keal

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Treasurer of the meeting: Alan Evans

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The Constitution can only be changed with the full consultation of the membership.

## **A. Name**

The Name of the Charity shall be 'Next Steps' ("The Charity") or such other names as the Executive Committee may from time to time decide with the approval of the Charity Commissioners.

## **B. Administration**

Subject to the matters set down below, the Charity and its property shall be administered and managed in accordance with this constitution by the Members of the Executive Committee, constituted by Clause G of this constitution ("the Executive Committee").

## **C. Objects**

The Charity's objects ("the objects") are:

The support of people within Ryedale, North Yorkshire who have or have previously experienced mental health issues and carers and families of such persons, in particular but without limitation by the provision of resource centres offering assistance, support and information to such persons or by outreach projects and activities

To provide emotional support, information, guidance, sign-posting and rehabilitation activities to encourage mental and physical wellbeing and training opportunities to those people with mental health issues and their carers and families.

## **D. Powers**

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

1. Power 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;
2. Power to buy, take on lease or in exchange any property, necessary for the achievement of the objects, 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 employ such staff (who shall not be members of the Executive Committee) as are necessary for the proper pursuit of the objects.
6. Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes, and to exchange information and advice with them.
7. Power to advance education and training; provide access to physical fitness opportunities and recreation, support services providing healthcare and support economic and community development.
8. Power to appoint and constitute such advisory committees as the Executive Committee may think fit.
9. Power to do other such lawful things as is necessary for the achievement of the objects.

#### **E. Membership**

1. Membership of the charity shall be open to:
2. Individuals (over the age of 16 years) who have themselves had direct experience of mental health problems (either personally or as a carer) and who are interested in furthering the work of the Charity.
3. Membership shall be by application. Membership can be suspended or revoked by the Executive Committee according to the Rules of Membership of the Charity.
4. Every member shall have one vote.
5. The Executive Committee may unanimously, and for good reason, terminate the membership, a Chair, Vice-Chair, Secretary and a Treasurer who shall have the right to be heard by the Executive

Committee, accompanied by another person of his/her choice, before the final decision is made.

**F. Honorary Officers**

At the annual general meeting of the Charity members shall elect, a Chair, Vice-Chair, Secretary and a Treasurer from people who are either from the membership or who have an understanding of, and an interest in, working with people who have mental health problems. They shall hold office from the conclusion of that meeting. Election of the officers will be in line with clause P (2).

**G. Executive Committee**

1. The Executive Committee shall consist of not less than five members and not more than eleven members being:

The Chair, Vice Chair, Secretary, Treasurer and not less than one nor more than seven other ordinary members elected by ballot. The majority of committee members shall be members.

2. The Executive Committee may from time to time, appoint co-opted members, but must have not more than three at any one time. No one may be appointed as a co-opted member if, as a result, more than one third of the members of the Executive Committee would be co-opted members. Co-opted members shall have no voting rights at meetings.
3. All the members of the Executive Committee shall retire from office together at the end of the annual general meeting next, after the date on which they came into office, but they may be re-elected or re-appointed.
4. 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.
5. Nobody shall be appointed as a member of the Executive Committee who is aged under 18 or who would, if appointed, be disqualified under the provisions of the following clause.
6. No person shall be entitled to act as a member of the Executive Committee, whether on a first or on any subsequent entry into office until after signing in the minute book of the Executive



committee, a declaration of acceptance and of willingness to act in the trusts of the Charity.

#### **H. Determination and Membership of the Executive Committee**

A member of the Executive Committee shall cease to hold office if he or she:

1. Is disqualified from acting as a member of the Executive Committee by virtue of section 45 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision), or
2. Becomes incapable by reason of a longer term mental disorder, illness or injury of managing or administering his or her own affairs, or
3. Is absent without the permission of the Executive Committee from all their meetings held within a period of four months, and the Executive Committee resolve that his or her office be vacated, or
4. Notifies to the Executive Committee a wish to resign (but only if at least seven members of the Executive Committee will remain in office when the notice of resignation is to take effect).

#### **I. Executive Committee Members not to be personally interested**

The income and property of the Charity shall be applied solely towards the promotion of the objects and no part shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to members of the Charity paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Charity: providing that nothing in this document shall prevent any payment in good faith by the charity;

1. Of reasonable and proper remuneration for any services rendered to the Charity by any member, officer or servant of the Charity who is not a member of the Executive Committee;
2. Of interest on money lent by any member of the Charity or Executive Committee at a reasonable and proper rate per annum not exceeding 2 per cent less than the published base lending rate of a clearing bank to be selected by the Executive Committee;
3. Of fees, remuneration or other benefit in money or money's worth to any company of which an Executive Committee member may

also be a member holding not more than one hundredth part of the issued capital of that company;

4. Of reasonable and proper rent for property conveyed or let by any member of the Charity or an Executive member; and
5. To any Executive Committee member of reasonable out-of-pocket expenses

**J. Meetings and Proceedings of the Executive Committee**

1. The Executive Committee shall hold at least four ordinary meetings each year. A special meeting may be called at any time by the Chair or by any two members of the Executive Committee upon not less than seven days notice being given to other members of the Executive Committee, of the matters to be discussed. If the matters include an appointment of a co-opted member then not less than 21 days notice must be given.
2. The Chair shall act as chairman at meetings of the Executive Committee. If the Chair or Vice-chair are absent from any meeting, the members of the Executive Committee, present shall choose one of their number to be the Chair of the meeting before any other business is transacted.
3. There shall be a quorum, when at least one third of the number of members of the Executive Committee for the time being, or four members of the Executive Committee, whichever is the greater, are present at a meeting.
4. Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on, the question. In the case of equality of votes, the Chair of the meeting shall have a second or casting vote.
5. The Executive Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Executive Committee or any sub-committee.
6. The Executive Committee may, from time to time, make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of their documents. No rule may be made which is inconsistent with this constitution.
7. The Executive Committee may appoint one or more sub-committee consisting of at least two members of the Executive Committee and

as many ordinary members as necessary, for the purpose of making any enquiry, or supervising or performing any function or duty, which in the opinion of the Executive Committee, would be more conveniently undertaken or carried out by, a sub-committee: provided that all acts and proceedings of any such sub-committees, shall be fully and promptly reported to the Executive Committee.

**K. Receipts and Expenditure**

1. The funds of the Charity, including all donations, contributions and bequests, shall be paid into an account operated by the Executive Committee, in the name of the Charity, at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members authorised to do so by the Executive Committee.
2. The funds belonging to the Charity shall be applied only in furthering the objects.

**L. Property**

1. Subject to the provisions of sub-clause
2. Of this clause, the Executive Committee shall cause the title to:
  - a. All land held by, or in trust for, the Charity which is not vested in the Official Custodian for Charities; and
  - b. All investments held by, or on behalf of, the Charity to be vested either in a corporation entitled to act as a custodian trustee, or in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by the Executive Committee at their pleasure and shall act in accordance with lawful directions of the Executive Committee, provided that they act only in accordance with the lawful directions of the Executive Committee. The holding trustee shall not be liable for the acts and defaults of its members.
3. If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the charity, the Executive Committee may permit any investments held by, or in trust for, the charity to be held in the name of a clearing bank, trust corporation or any stock-broking company which is a member of the International Stock Exchange (or any subsidiary of any such stock-broking company) as nominee for the Executive Committee, and

may pay such a nominee reasonable and proper remuneration for acting as such.

#### **M. Accounts & Reports**

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to:

1. The keeping of the accounting records for the Charity.
2. The preparation of annual statements of account for the Charity.
3. The auditing or independent examination of the statements of account.
4. The preparation of an Annual Report and the sending of it, together with the statement of accounts of the Charity, to the Charity Commissioners.

#### **N. Annual General Meeting**

1. There shall be an Annual General Meeting of the Charity, which shall be held within eight months of the end of the Financial Year.
2. Every Annual General Meeting shall be called by the Executive Committee. The secretary shall give at least 21 days notice of the Annual General Meeting to all the members of the Charity. All the members of the Charity shall be entitled to attend and vote at the meeting.
3. Before any other business is transacted at the first Annual General Meeting, the persons present shall appoint a Chairman of the meeting. The Chairman shall be the Chairman of subsequent Annual meetings, but if he or she is not present, before any other business is transacted, the persons present shall appoint a chairman of the meeting.
4. The Executive Committee shall present to each Annual General Meeting the reports and Accounts of the Charity for the preceding year.
5. Nominations for election to the Executive Committee must be made by members of the Charity in writing, and must be in the hands of the secretary of the Executive Committee at least 14 days

before the Annual General Meeting. Should nominations exceed vacancies, election shall be by ballot.

#### **O. Special General Meetings**

The Executive Committee may call a special General Meeting in writing stating the business to be considered, the secretary shall call such a meeting. At least 21 days notice must be given. The notice must state the business to be discussed.

#### **P. Procedure at General Meetings**

1. The Secretary, or other person specially appointed by the Executive Committee, shall keep a full record of proceedings at every General Meeting of the Charity.
2. There shall be a quorum when at least one tenth of the number of members of the charity for the time being, or ten members of the Charity, whichever is the greater, are present at any general meeting.

#### **Q. Notices**

Any notice to be served on any member of the charity shall be in writing and shall be served by the Secretary of the Executive Committee on any member, either personally or by sending it through the post in a prepaid letter addressed to such member, at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 days of posting.

#### **R. Alterations to the Constitution**

1. Subject to the following provisions of this clause, the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at the General Meeting. The notice of the general meeting must include notice of the resolution(s), setting out the terms of the alteration(s) proposed.
2. No amendment may be made to clause A (the name of the charity), clause C (the objects clause), clause U (the dissolution clause) or this clause without the prior consent, in writing, of the Commissioners.
3. No amendment may be made which would have the effect of making the Charity cease to be a charity at law.



4. The Executive Committee should promptly send the Commissioners a copy of any amendment made under this clause.

#### **S. Dissolution**

If the Executive Committee decides that it is necessary to advise 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 to be proposed) shall be given. If the proposal is confirmed by a 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 a such other charitable institution or institutions having objects similar to the objects of the Charity as the members of the charity may determine, or failing that, shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the charity must be sent to the Commissioners.

#### **T. Arrangements until the first Annual General Meeting**

Until the first annual general meeting takes place, this constitution shall take effect as if references in it to the Executive Committee were references to the persons whose signatures appear at the bottom of this document.

This constitution was adopted, on the date on the front cover, by the persons whose signatures appear on the front cover of the document.