

## CONSTITUTION : EAST SHROPSHIRE TALKING NEWSPAPER

1. The NAME of the Association shall be the “East Shropshire Talking Newspaper”, hereinafter referred to as the Association.

The area of benefit includes the administrative areas of Wrekin, Bridgnorth, Market Drayton and surrounding areas.

2. The OBJECT of the Association to relieve the blind, or the partially blind, or those labouring under some temporary or permanent incapacity or disability which makes reading a strain, by the provision of recorded tapes.

In furtherance of this object, but not otherwise, the Association through its Committee shall have the following powers :

- a) To take and accept gifts of property, whether subject to any special trusts or not ;
- b) To raise funds and to invite and receive contributions from any person or persons whatsoever by way of subscription, donation or otherwise; providing that the Committee shall not undertake any permanent trading activities in raising funds for the said object ;
- c) To do all such other things as shall further the object of the Association

3. MEMBERSHIP of the Association shall be available :

- a) Automatically to those blind or handicapped people in receipt of the East Shropshire Talking Newspaper cassettes ;
- b) By invitation of the Committee on an annual basis, to those actively involved in the running of the Association ;
- c) By invitation of the Committee, on an annual basis, to those who make a regular contribution of at least £1 per year by way of subscription, donation or otherwise.

4. The Committee of the Association shall consist of :

- a) A maximum of 14 elected members of whom :
  - i) At least one and up to three should be a recipient of the Talking Newspaper elected in that capacity and
  - ii) Should include one representative of each of the groups of volunteers involved in editing, packing, copying, reading and recording the Talking Newspaper (5 members in total) elected in that capacity
- b) A maximum of 3 co-opted members with full voting rights.

The following officers shall be elected from the committee, namely, the Chairman, Vice-Chairman, Treasurer, Secretary, together with such other honorary officers as the Association shall from time to time decide.

At the Annual General Meeting or an Extraordinary General Meeting called for that purpose the fourteen elected members of the Committee shall be elected by simple majority of those members of the Association present and voting. The Committee so elected shall hold office until the end of the next Annual General Meeting.

5. The ANNUAL GENERAL MEETING of the Association shall be held in May or June each year and every member shall receive not less than fourteen days notice of such meeting.

EXTRAORDINARY General Meetings shall be convened by the Secretary upon a request by the Committee, or three members of the Committee or three members of the Association upon similar notice stating the business to be considered at the Meeting

The quorum of the Annual General Meeting shall be 10 members.

6. At an Annual or Extraordinary General, or Committee Meeting every member including the Chairman shall have one vote, and in the case of equality of votes the Chairman shall have a second or casting vote.

7. The FINANCIAL YEAR of the Association shall run from 1<sup>st</sup> January to 31<sup>st</sup> December annually, and the ACCOUNTS of the Association, having been duly examined by an independent examiner, who the trustees reasonably believe has the ability and practical experience to carry out a competent examination of the accounts, appointed by the Association in General Meeting or by the Committee shall be presented to the Annual General Meeting for approval. The first accounting period shall run from 1<sup>st</sup> January 1990 to 31<sup>st</sup> December 1990.

8. The Committee of the Association shall meet at least four times in every year and additionally as required. A report of the work of the Committee shall be presented to the Annual General Meeting.

9. All sums collected shall be handed over to the Treasurer or Secretary who shall pay the sum into a bank account in the name of the Association. Cheques shall be signed by any two of the Chairman, Vice Chairman, Secretary and Treasurer who shall be the Trustees for the time being of the Association.

10. The funds of the Association not required for immediate purposes shall be invested in securities in which Trust monies may by law be invested with power from time to time to transpose such investments.

11. Any property purchased or otherwise acquired by the Association shall be vested in the Trustees.

12. The Trustees shall with such consent as is required by law deal with the property so vested in them by way of sale mortgage charge lease or otherwise howsoever as directed by the Association. Such direction shall given be given by a resolution of the Members of the Association passed by a majority of the members present and voting at a duly convened meeting of the Association and when so passed shall in favour of a subsequent purchaser mortgagee or grantee be binding upon all members of the Association. A certificate purporting to be signed by the Secretary for the time being of the Association shall in favour of a purchaser mortgagee chargee lessee or grantee be conclusive evidence that such a direction was duly given.

13. On the WINDING UP of the Association any assets remaining after the payment of outstanding debts or liabilities shall not be given to or distributed amongst members of the Association but shall be given or transferred to some other charitable institution or institutions having similar objects.

14. This constitution may be amended by a resolution passed by a three-quarters majority of the Members of the Association present and voting at the Annual General Meeting or at an Extraordinary Meeting of the Association convened for that purpose and of which notice stating the business to be discussed has been served on every then member of the Association at his or her last known address in the United Kingdom save that no amendment or alteration of the Objects Clause, Clause 13 or this Clause shall be made without the permission of the Charity Commissioners.