

# **Timberscombe John Arlott Playground Association**

## **Constitution**

The Constitution of the John Arlott Playground Association was updated and adopted on the 29<sup>th</sup> day of November 2021 as below:

### **A Name**

The name of the Charity is “The Timberscombe John Arlott Playground Association”, hereafter referred to as “the Charity”

### **B Administration**

Subject to the matters set out below the Charity and its property shall be administered and managed in accordance with this constitution by the members of the trustees, constituted by clause F of this constitution.

### **C Objectives**

The Charity’s objectives are to provide a recreation ground for the benefit of the inhabitants of Timberscombe without distinction of political, religious or other opinions.

### **D Powers**

In furtherance of the objective but not otherwise the trustees may exercise the following powers:

- i. Power to raise funds and to invite and receive contributions provided that in raising funds the trustees shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- ii. Power to buy, take on lease or exchange property necessary for the achievement of the objectives and to maintain and equip it for use;
- iii. Power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the charity;
- iv. Power subject to any consents required by law to borrow money and to charge all or any part of the property of the Charity with repayments of the money so borrowed;
- v. Power to cooperate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objectives or of similar charitable purposes and to exchange information and advice with them;
- vi. Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objectives of the Charity;
- vii. Power to appoint and constitute such advisory committees as the trustees may think fit;
- viii. Power to do all such other lawful things as are necessary for the achievement of the objectives.

### **E Honorary Officers**

At the Annual General Meeting of the Charity the trustees shall elect from amongst themselves a chairman, a secretary and a treasurer, who shall hold office from the conclusion of that meeting.

#### **F Trustees**

- i. The trustees shall be the Timberscombe Parish Council.
- ii. The Parish Councillors may co-opt up to a maximum of 3 additional trustees, who are not members of the Parish Council, to assist with fundraising, maintenance and monitoring of the John Arlott Playing Field. Co-opted trustees will have the same powers as all other trustees. Co-opted trustees will become trustees until the AGM following their appointment, at which point they will be eligible for re-election.

#### **G Trustees not to be personally interested.**

No member of the trustees shall acquire any interest in the property belonging to the Charity (otherwise than as a trustee for the Charity) or receive remuneration or be interested (otherwise than as a member of the trustees) in any contract entered into by the trustees.

#### **H Meetings and proceedings of the trustees**

- i. The trustees shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the chairman or by any two members of the trustees upon not less than 4 days' notice being given to the other members of the trustees of the matter to be discussed but if the matter includes an appointment of a co-opted member, then not less than 21 days' notice must be given.
- ii. The chairman shall act as chairman at the meeting of the trustees. If the chairman is absent from any meeting, the members of the trustees present shall choose one of their number to be chairman of the meeting before any other business is transacted.
- iii. There shall be a quorum when at least one third of the number of members of the trustees for the time being or three members of the trustees, whichever is the greater, are present at a meeting.
- iv. Every matter shall be determined by a majority of votes of the members of the trustees present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote.
- v. The trustees shall keep minutes, in books kept for the purpose, of the proceedings at the meetings of the trustees and any sub-committee.
- vi. The trustees 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 documents. No rule may be made which is inconsistent with this constitution. The trustees may appoint one or more sub-committees consisting of three or more members of the trustees for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the trustees 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 trustees.

## **I Receipts and Expenditure**

- i. The funds of the Charity, including all donations contributions and bequests, shall be paid into an account operated by the trustees in the name of the Charity at such bank as the trustees shall from time to time decide. All cheques or transfers drawn on the account must be authorised by at least two members of the trustees.
- ii. The funds belonging to the Charity shall be applied only in the furthering of the objectives.

## **J Property**

- i. Subject to the provisions of sub-clause (ii) of this section, the trustees 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 the Parish Council or in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by the trustees at their pleasure and shall act in accordance with the lawful directions of the trustees, the holding trustees shall not be liable for the acts and defaults of its members.

- ii. If the Parish Council has not been appointed to hold the property of the Charity, the trustee 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 stockbroking company which is a member of the International Stock Exchange (or any subsidiary of any such stockbroking company) as nominee for the trustees and may pay such a nominee reasonable and proper remuneration for acting as such.

## **K Accounts**

The trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to:

- i. The keeping of accounting records for the Charity.
- ii. The preparation of the annual statement of accounts for the Charity;
- iii. The auditing or independent examination of the statements of accounts of the Charity
- iv. The transmission of the statements of accounts of the Charity to the Commissioners.

## **L Annual Report**

The trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners.

## **M Annual Return**

The trustees shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commissioners.

## **N Annual General Meeting.**

- i. There shall be an annual general meeting of the Charity which shall be held in the month of August in each year, or as soon as is practicable thereafter.
- ii. Every annual general meeting shall be called by the trustees. The secretary shall give at least 21 days' notice of the annual general meeting to all members of the Charity. All members of the Charity shall be entitled to attend and vote at the meeting.
- iii. 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 general 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.
- iv. The trustees shall present to each annual general meeting the report and accounts of the Charity for the preceding year.
- v. Nominations for election to the trustees must be made by members of the Charity in writing and must be in the hands of the secretary of the trustees at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by ballot.

## **O Special General Meetings**

The trustees may call a special general meeting of the Charity at any time. If at least 5 members request such a 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**

- i. The secretary or other person specially appointed by the trustees shall keep a full record of the proceedings of every general meeting of the Charity;
- ii. There shall be a quorum when at least three trustees of the Charity are present at any general meeting.

## **Q Notices**

Any notices to be served on any member of the Charity shall be in writing and shall be served by the secretary or the trustees on any member either personally, by letter or by email to such member at his or her last known address. Any correspondence shall be deemed to have been received within 10 days of posting or transmission.

## **R Alterations to the Constitution**

- i. Subject to the following provisions of this clause the Constitution may be altered by 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 alteration proposed.
- ii. No amendment may be made to clause A, clause C, clause H clause T or this clause without the prior consent in writing of the Commissioners.
- iii. No amendment may be made which would have the effect of making the Charity cease to be a charity at law.

- iv. The trustees should promptly send to the Commissioners a copy of any amendment made under this clause.

## **S Dissolving the Charity**

If the trustees decide that it is necessary or advisable 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 resolutions to be proposed) shall be given. If the proposal is confirmed by a two thirds majority of those present and voting the trustees shall have the power to realise any assets held by or on behalf of the Charity. Any asset remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objectives similar to the objectives 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 accounts 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, after the adoption of this constitution, takes place this constitution shall take effect as if references in it to the trustees were references to the persons whose signatures appear at the bottom of this document.

This constitution was adopted on the date mentioned above by the persons whose signatures appear at the bottom of this document.

P. Pilkington

C. Collins

S. Campbell

K. Walker