

# GUERNSEY AID

## CONSTITUTION AND RULES

As amended to comply with the new States of Guernsey governance requirements dated January 2021 and to be interpreted in conjunction with the Code of Conduct, Safeguarding, Complaints, Data Protection and Privacy policies published on the Guernsey Aid website

[www.guernseyaid.org](http://www.guernseyaid.org)

**1. NAME AND LEGAL STATUS:** The name of the charitable organisation will be: "**GUERNSEY AID**" (hereinafter referred to as "**the Charity or the NPO**") and it will operate as an unincorporated association.

**2. PURPOSE AND OBJECTIVES:** The charity has been established to work with trusted partner charities (see definitions and safeguards below) in the least developed nations of the world to address basic needs such as health, education, gender inequality, food security, income generation, water, sanitation and hygiene.

It will offer practical and financial assistance to new and ongoing aid projects as decided from time to time by the Committee with the aim of helping the disadvantaged to improve their lifetime prospects and lift themselves out of poverty.

**3. MEMBERSHIP AND MANAGEMENT:** Membership will be open to all interested persons but Management of the Charity will be by a Committee consisting of a Chairperson, Secretary, Treasurer and such other Members as may be deemed necessary. Committee Members will:

- a) Be persons of integrity and probity who have suitable and appropriate skills and experience,
- b) Act in good faith at all times and with a general duty of care,
- c) Act only in accordance with the powers afforded by this Constitution,
- d) Ensure measures are in place to enable the Charity to achieve its purpose, objectives and legal obligations effectively,
- e) Review the activities and performance of the Charity from time to time to ensure that the provisions of this Constitution continue to be met,
- f) Ensure that the financial position of the Charity is both satisfactory and prudent in respect of its objectives and in particular that disbursements are subject to dual control by unconnected people.

**4. THE COMMITTEE:** The Committee members will be elected annually at the Annual General Meeting and will serve a term of twelve months after which they will be eligible for re-election. The Committee will comprise of at least three unconnected persons with two of those persons being elected to the roles of Chairperson and Treasurer. The frequency of Committee meetings will be as deemed necessary by the Committee given that the presence of a majority of Committee members will be required to constitute a quorum for the transaction of business and for the passing of resolutions.

- a) Voting at meetings will be on a simple majority basis with the proviso at all times that a minimum of two unconnected Committee members are present and that a casting vote can only be made by a third unconnected person,
- b) The Chairperson will have general responsibility for the smooth running of the Charity in accordance with this Constitution and for the Chairing of meetings,
- c) The Vice-Chairperson will deputize in the absence of the Chairperson,
- d) The Treasurer will ensure that accurate and up to date records are kept of all the financial transactions carried out on behalf of the charity and will be responsible for the banking of monies and the preparation of accounts as detailed below,
- e) The Secretary will be responsible for giving notice of all Charity meetings including the AGM and for recording and circulating accurate minutes,
- f) A Committee Member may resign at any time by giving written notice to the Chairperson. The acceptance of such notice shall not be necessary to make it effective,
- g) A Committee Member may be removed at any time by unanimous vote of remaining Members of the Committee,
- h) At least one member of the Committee and preferably a majority will be Guernsey resident,
- i) Conflicts of interest that arise on the part of any member of the Charity will be resolved in accordance with the Code of Conduct and the provisions contained therein.

**5. FINANCES:** All monies received by the Charity will be used to further its aims and purposes through the implementation of projects identified and deemed worthy of support by the Charity, and for no other purpose PROVIDED THAT nothing contained herein will prevent the repayment to Committee Members of essential and reasonable out of pocket expenses or the legitimate costs incurred in fund raising activities.

*a) All donations* received by the Charity will be fully accounted for and will be passed promptly to the Treasurer for payment into the Charity bank account. Responsibility for the approval process with respect to the release of funds and the mechanism of such a release shall rest with at least two separate, unconnected individuals.

*b) Fund Raising Activities* may be undertaken by the Charity to further support the Aims and Purposes of the Charity.

*c) Bank Account:* A Bank Account will be established for the sole purpose of facilitating transactions related to the work of the Charity. Any expenses will be charged to this account as appropriate. The Bank Account will be operated over the signatures of two authorised signatories acting jointly one of which must be the Treasurer or Chairperson. If deemed necessary more than two Committee Members may be authorised as signatories but no two signatories may be family members or be closely related to each other. The delegation of signing powers will be decided by vote at a Committee Meeting.

*d) Annual Financial Statements / Accounts* will be kept by the Treasurer in accordance with clause 4d) above and will be submitted for scrutiny and approval by the Members at the Annual General Meeting or more frequently if requested by the Committee. Where deemed necessary at the discretion of the Committee and subject to any legal considerations including those of data protection and privacy, the Accounts may also be placed into the public domain.

*e) Audit:* Prior to their consideration at the Annual General Meeting, the Annual Financial Statements will be independently audited, verified or inspected by an appropriately qualified third party unconnected and unrelated to any member of the Committee.

**6. FISCAL YEAR:** For accounting purposes the fiscal year will end on 30<sup>th</sup> June or as amended by Resolution of the Committee. An Annual General Meeting open to all interested or invited persons will be held each year within six months of the end of the fiscal year.

**7. AMENDMENTS TO THE CONSTITUTION:** This Constitution may be amended by a majority vote at either the Annual General Meeting or any Committee meeting at which a quorum is present.

**8. RISK MITIGATION:** On behalf of the Charity, the Committee members will put in place risk-based processes as listed below to try and ensure that it is not used for criminal purposes.

*a) Identification of donors:* Whenever possible the Committee will establish, verify and document the identity of donors particularly if the donation comes from outside the Bailiwick, is for a significantly large amount or is considered in anyway unusual because of its origin, nature or for some other reason.

*b) Identification of beneficiaries:* In all normal circumstances the Committee will establish, verify and document the identity, credentials, bona fides and good standing of any legal or natural person to whom it provides funds, assets or other forms assistance particularly if the beneficiary is resident outside the Bailiwick, the assistance is of a significantly large monetary value or the request is considered in any other way an unusual one.

*c) Interaction with other NPO's:* When working and transacting with other NPO's particularly those operating outside the Bailiwick, the Committee will in all normal circumstances establish, verify and document their identity, credentials, bona fides and good standing. Whenever possible the Charity will only interact with partners it knows and trusts on the basis of both personal contact and previous working relationships.

**9. DISSOLUTION:** The Charity may be dissolved by resolution of the Committee. In the event of dissolution all monies held will be transferred to the separate recognised bank accounts of partner charities chosen by the Committee.