



# The Association of Guernsey Charities

## CONSTITUTION

### 1. The Name

The official name of the organisation shall be “THE ASSOCIATION OF GUERNSEY CHARITIES”, hereinafter referred to as the “Association”.

### 2. Objects of the Association

- 2.1. To encourage charitable and community work in Guernsey through the co-operation and co-ordination of activities between charitable organisation, and the discussion and exchange of ideas regarding voluntary service to the community.
- 2.2. To receive charitable funds from whatever source including the Channel Islands Lottery and any other such similar source at the Council's discretion.
- 2.3. To administer and distribute funds received by the Association for the benefit of charities who are Members of the Association.
- 2.4. To do such other things as shall be in accordance with the general charitable objects of the Association.

### 3. Membership

- 3.1. Membership of the Association shall be open to any organisation, service club or other body or group of persons in the Bailiwick of Guernsey engaged in providing service to the community or in fund-raising activities for charitable objects.
- 3.2. Application for Membership must be submitted with the Joining Fee on a form to be obtained from the Membership Secretary, and must contain details of the applicant for inclusion in the Association's list of Members in the Bailiwick of Guernsey kept by the Membership Secretary and as set out on the Association's website.
- 3.3. Charities that have successfully applied to join the Association shall hereinafter be referred to as “Members”.

### 4. Powers of the Council in respect of Membership

- 4.1. Where the conduct of any Member is, in the opinion of the Council, injurious to the interests or objects of the Association, the Council shall have power by resolution to expel a Member from the Association.
- 4.2. A resolution by the Council to expel a Member under these Rules shall require unanimous support of the Council, and shall not be made until that Member has been afforded an opportunity to appear before it, or if this is not reasonably practical, of submitting written representation in the matter.
- 4.3. In the event that there shall have been no contact with a Member for two years it shall be in the discretion of the Council to declare that such membership shall have lapsed.
- 4.4. It shall be open to any lapsed Member to re-apply for membership on the appropriate form submitted with a Joining Fee.

## **5. Management**

- 5.1. The Officers of the Association shall be a Chairperson, Vice-Chairperson, Hon. Secretary, and Hon. Treasurer.
- 5.2. The Council of the Association shall be the Officers of the Association, the Membership Secretary and at least two other elected persons. The Council shall have power to co-opt additional members, if desirable for a particular purpose and also to replace an Officer or member of Council unable or unwilling to continue in office. All co-opted members shall serve no longer than to the end of the Association year, when they may present themselves for election.
- 5.3. The Council shall have the power to terminate the membership of any Officer or other member of the Council in the event that such Officer or member shall become bankrupt or incapable of fulfilling his duties or shall commit any action by such officer or member that would bring the Association into disrepute.

## **6. Elections**

- 6.1. No individual shall hold the office of Chairperson of the Council for more than three consecutive years, after which he shall retire from office for one year before seeking re-election to the Council.
- 6.2. No individual shall hold the office of Vice-Chairperson of the Council for more than three consecutive years, after which he shall retire from office for one year before seeking re-election to that office.
- 6.3. No individual shall hold the office of Hon. Secretary or Hon. Treasurer for more than five consecutive years after which he shall retire from office for one year before seeking re-election to that office.
- 6.4. Officers and Council Members shall be elected at the Annual General Meeting. Notice of the meeting shall state which of these are standing for re-election and invite proposals for further candidates each of whom should be proposed and seconded by a Member, Officer or Council Member of the Association. Duly accredited proposals should reach the Hon. Secretary at least seven days before the Annual General Meeting.
- 6.5. Candidates for office need not be members of any Member organisation of the Association.
- 6.6. Each Member of the Association will be entitled to one vote exercisable by a single representative of the Member at the meeting.
- 6.7. Voting will be by a show of hands and will be by a majority of Representatives present at the meeting.

## **7. Duties of Officers and Council**

### **7.1. Chairperson**

It shall be the duty of the Chairperson to preside over all meetings of the Association and of the Council, and to perform such other duties as ordinarily pertain to the office.

### **7.2. Vice-Chairperson**

It shall be the duty of the Vice-Chairperson to preside over all meetings of the Association and of the Council in the absence of the Chairperson, and perform other such duties as ordinarily pertain to the office. In the absence of both the Chairperson and the Vice-Chairperson, the Members present shall elect a Chairperson for that meeting.

### **7.3. Hon. Secretary**

The duties of the Secretary shall be to:

- 7.3.1. Keep the records and minutes of all meetings of the Association and the Council.
- 7.3.2. Issue all notices of meetings of the Association and Council.
- 7.3.3. Be responsible for the proper recording and presentation of the minutes of all meetings of the Association and Council.
- 7.3.4. Perform such other duties as ordinarily pertain to the office

### **7.4. Hon. Treasurer**

The duties of the Treasurer shall be to:

- 7.4.1. Maintain bank accounts holding all of the funds received by the Association.
- 7.4.2. Collect monies due to the Association and pay them without deduction into the Association bank account.

- 7.4.3. Arrange for the payment of any accounts due to be paid to the Association and ensure that payments are made in accordance with the Bank Mandate
  - 7.4.4. Keep appropriate books of account of financial record.
  - 7.4.5. Report upon the state of the funds to each meeting of the Association.
  - 7.4.6. Prepare Financial Statements at the end of the Association financial year for presentation to independent accountants.
  - 7.4.7. Perform such other duties as ordinarily pertain to the office.
- 7.5. **Membership Secretary**  
The duties of the Membership Secretary shall be to:
- 7.5.1. Keep proper records of the membership of the Association
  - 7.5.2. Administer applications from prospective members
  - 7.5.3. Report to each meeting of the Association the record of Membership and changes.
- 7.6. The Officers of the Association shall undertake to hand over all books and records and other property of the Association to their successor at the end of their term of office.

## 8. Council

- 8.1. Where any Member proposes that the Association should consider, discuss or express an opinion on any matter, the Council shall meet to discuss the subject, make any necessary investigation, and present the matter to the next meeting of the Association, or in its discretion call a meeting especially for that purpose. Where appropriate, the Council shall formulate an opinion in the matter for presentation or recommendation to the Association.
- 8.2. The Council shall contact Members and other bodies qualifying to be Members as and when necessary to collect details of charities to be published on the Association's web-site with a view to facilitating communication and co-operation between Members and potential Members.
- 8.3. The Council shall be responsible for publishing information concerning the meetings and activities of the Association.

## 9. Meetings

- 9.1. The Association shall meet from time to time, but not less than twice each year. One such meeting shall be the Annual General Meeting, which must take place within six months of the year-end of the Association, and to which the accounts of the Association must be submitted for approval.
- 9.2. Notice of a General Meeting of The Association shall be sent to all Members, giving not less than 21 days notice of that meeting. It shall include an Agenda indicating the items to be covered at that meeting as well as matters for discussion.
- 9.3. Representation at the meetings shall be by one delegate from each Member organisation holding authority to vote on any motion and may include other participating observers from each Member.
- 9.4. Representatives of Members must be aged over 18 to vote at meetings.
- 9.5. Meetings of the Council shall take place as often as necessary to properly conduct the affairs of the Association, and at least one meeting shall take place prior to a General Meeting of the Association's Members, to discuss the agenda and procedure at the meeting.

## 10. Rules of Procedure

Any Member may put forward a proposal for discussion, or action to be taken, by informing the Secretary who shall include the proposal in the agenda for the following Council meeting or a next extraordinary general meeting. The Council shall make such investigation into the subject as may be necessary and present its report, with or without the Council's opinion or recommendation, to the next meeting of the Association.

## **11. Finances**

- 11.1. The Association financial year shall be from January 1st to December 31st.
- 11.2. Separate bank accounts shall be kept for monies received for expenditure by the Association as management expenses, and monies received for distribution to charitable organisations.
- 11.3. All payments shall be made by cheque signed by any two of the Association Officers.
- 11.4. The Joining Fee of £10 and the annual subscription (if any) shall be used to finance the management expenses of the Association.
- 11.5. The Joining Fee and any subscription fee for the following year shall be shall be fixed at the AGM.
- 11.6. Financial accounts for each year shall be presented by the Council at the following Annual General Meeting.
- 11.7. An independent accountant shall be appointed by those present at each Annual General Meeting who shall review the accounts and prepare a report on the financial statements.

## **12. Charitable Funds**

- 12.1. The Association prefers to accept donations and funds which are not strictly designated and limited in use for a particular purpose as expressed by the donor but in limited circumstances and at their absolute discretion agree to accept funds from any source for distribution among its Members, subject to such limitation or qualifications as may be imposed by the donor, and may hold such funds as it shall in its discretion think fit for immediate distribution or to hold the capital on such investment account as it shall consider appropriate and shall distribute the income as above.
- 12.2. Distributions will be made only to those Members who have accompanied their request for funds with sufficient information about themselves and their financial status and requirements to enable the Association to select appropriate recipients.
- 12.3. In the event that any funds are received in accordance with the provisions of this clause 12.1 if the Council in its absolute discretion shall consider that the original purpose for which the funds were received has been satisfied or is no longer viable it shall have the power to apply the funds remaining in its hands cy-pres for the general purposes of the Association.
- 12.4. Under no circumstances may any charitable funds be applied for the enjoyment or benefit of any organisation or group which itself is not recognised by the appropriate Authorities in Guernsey as having objects which are exclusively charitable, and for the benefit of the community, and thus qualify for exemption from income tax.

## **13. Distribution of Funds**

- 13.1. Funds donated or appropriated to the Association for distribution among the Members shall be paid into a separate bank account and so often as it shall deem appropriate the Council shall meet to consider the applications and the level of the funds to be distributed among those organisations that have formally requested funds from the Association
- 13.2. Where funds have been received from the States of Guernsey as a result of the Channel Islands Lottery, the Council shall advise the States Committee for Culture and Leisure of its proposals for distribution of the funds and shall comply with any procedure for review imposed by the Committee.
- 13.3. The Council shall circulate or publish on its website, at the discretion of the Council, its proposals for the allocation of funds.
- 13.4. Any objection to a specific distribution by a Member shall be notified to the Hon Secretary at least 48 hours prior to the next meeting of the Association. The objection shall be considered by the Council who shall make its finding known to the Meeting. The decision of the Council shall be final.

#### **14. Dissolution of the Association**

If the Council decide that it is necessary or advisable to dissolve the Association, they shall call a General Meeting of all Members, 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 Council shall have the power to realise any assets held by, or on behalf of, The Association.

Upon the winding-up, or dissolution of the Association:

- 14.1. If the Association shall be holding funds, monies, investments, property or other assets on capital account, the income of which is distributable to Members, such assets shall be transferred to some other charitable trust to hold the capital cy-pres upon trust for the relevant charitable organisations, or to a trust formed for the purpose.
- 14.2. Any monies remaining in the Association management account after the satisfaction of all the Association's debts and liabilities, shall be transferred to the trust selected or formed under article 14.1, which shall, as soon as may be possible, distribute these monies among such charitable organisation established in the Bailiwick of Guernsey for the benefit of the Bailiwick as the trustees shall, in their absolute discretion, think fit.
- 14.3. A condition of the distribution to the trust selected under these provisions shall be that payment shall be made only to charitable organisations in the Bailiwick of Guernsey.

#### **15. Alteration of Rules**

- 15.1. No amendment, deletion, or addition to these Rules may be made except at an Annual General Meeting, of which notice stating particulars of such amendment, deletion or addition shall have been sent to Members not less than 21 days prior to the meeting.
- 15.2. No such amendment, deletion, or addition shall be considered adopted unless at least 75% of the votes cast at the meeting shall be in favour.

This constitution was proposed to the members of the Association of Guernsey Charities and adopted at the Annual General Meeting held on Thursday 19 April 2007.