

CONSTITUTION  
OF THE VAUXHALL GARDENS COMMUNITY CENTRE

1. NAME

The name of the organisation shall be THE VAUXHALL GARDENS COMMUNITY CENTRE (hereinafter called 'THE CENTRE').

2. OBJECTS

(a) The object of the Centre shall be:

to promote the benefit of the inhabitants of the triangle created by the following boundaries:-' the South side of Black Prince Road, the North West side of Kennington Lane and the Railway Viaduct (hereinafter called the area of benefit) without distinction of sex or race or of political, religious or other opinions, by associating the local authorities, voluntary organisations and inhabitants in a common effort to advance education, relieve poverty, sickness and distress, further health and to provide facilities in the interests of social welfare for recreation and leisure time occupation with the object of improving the conditions of life for the said inhabitants.

(b) In furtherance of the above objects but not further or otherwise the Centre shall have power to:

- (i) affiliate to any other organisations with similar charitable objects.
- (ii) procure and manage premises within the area of benefit and organise and promote the use of such premises as a Community Centre.
- (iii) co-ordinate or assist in the development of the work of groups and organisations using or seeking to use the facilities of the Centre and encourage and assist in the formation of new charitable groups and organisations which might use the facilities of the Centre.
- (iv) obtain, collect and receive money and funds by way of contributions, donations, affiliation fees, legacies, grants and any other lawful method and accept and receive gifts of property of any description (whether subject to any special trust or not), provided that the Centre shall not undertake any permanent trading in raising funds for its charitable objects.
- (v) purchase, take on lease or license, or otherwise hold any freehold or leasehold property with full power subject to such consents as may be required by law to lease, sub-lease or license occupation or use of all or any part of such property.
- (vi) arrange and provide for or join in arranging and providing for the holding of all kinds of meetings, exhibitions, lectures, classes, advice sessions and children's play sessions.
- (vii) make grants, gifts or donations of property in cash or in kind to needy inhabitants of the area of benefit, or to other charitable organisations (not being members of the Centre) with objects similar to some or all of those of the Centre.
- (viii) employ or retain, with or without payment, on a full or part-time basis or ad hoc, any necessary staff, being a person or persons whose particular skills, qualifications or knowledge may be of assistance in the attainment of the objects of the Centre, provided that no member of the Management Committee shall be appointed to a salaried post.
- (ix) procure to be written and print, publish, issue and circulate gratuitously or otherwise any reports or periodicals, books, pamphlets, leaflets or other documents.
- (x) open and operate banking accounts in the name of the Centre and other facilities for banking and subject to such consents as may be required by law

borrowing money (with or without security) or lend or invest money or other property of the Centre whether at interest or not and take security for any such loan.

- (xi) enter into any contract of insurance howsoever in respect of any matter in which the Centre has an insurable interest.
- (xii) do such other lawful things as may be conducive or necessary to the attainment of the objects hereinbefore defined.

### 3. MEMBERSHIP

- (a) Membership of the Centre shall be open to any individual living within the area of benefit who applies for membership, irrespectively of race or colour, sex or sexual orientation, political or religious opinion, provided that no such individual shall in any way ascribe to views or opinions which are expressly racist or sexist.
- (b) Those names which appear in the Schedule to this Constitution shall be the first members of the Centre.
- (c) Associate membership will be available to individuals living outside of the area of benefit who support the objects of the Centre and who apply for associate membership. Associate members may attend the Annual General Meeting but shall have no voting rights.
- (d) The Management Committee shall have the right:
  - (i) for good and sufficient reason to terminate the membership of any individual member provided the individual shall have the right to be heard by the Committee before a decision is made.
  - (ii) The committee shall give fourteen days notice in writing to such a member of the date and time of such a meeting.
- (e) The Management Committee has the power to determine additional membership categories for additional services provided.

### 4. SUBSCRIPTIONS

All members shall pay such subscriptions as the Management Committee may from time to time determine.

### 5. FINANCE

- (a) The income and property of the Centre, whencesoever derived, shall be applied solely towards the promotion of the purposes of the Centre as set forth in this Constitution, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise and howsoever by way of profit to any individual within the Centre's membership or to any member of the Management Committee, provided that nothing herein shall prevent the payment in good faith of reasonable and proper remuneration to any officer or servant not being a member of the Management Committee of the Centre or the repayment of out-of-pocket expenses.
- (b) The Centre may appoint a custodian trustee or a trust corporation or not less than three persons to hold any property held by or in trust for the Centre or may with

the agreement of the official Custodian for Charities transfer to him personal property (within the meaning of Section 16 (2) Charities Act 1960) so held and make application for an order vesting in him any other property so held.

- (c) Once in every year the accounts of the Centre shall be audited by one or more qualified auditors.
- (d) The Treasurer shall be one of the three officers of the Management Committee authorised to sign cheques. The signatories of any two of these officers will be required to authorise cheques up to £250.00. For amounts greater than this all three signatories are required.

## 6. MANAGEMENT COMMITTEE

- (a) The Centre shall be managed by a Management Committee which shall consist of not less than 12 and not more than 16 members, of which at least 3 places shall be reserved for ethnic minority group members, all of whom shall be elected at an Annual General Meeting.
- (b) The first members of the Management Committee shall be elected at the first public meeting and shall hold office until the end of the first Annual General Meeting of the Centre.
- (c) The Management Committee shall elect annually from amongst its number a Chairperson, a Treasurer, Secretary and any other officer or officers whom they should decide in their discretion to be necessary for the conduct of the Centre's business. The Chairperson, Treasurer, Secretary and any other officer so elected may resign such office at any and in that event the Management Committee shall as soon as is reasonably practicable elect a successor. The Chairperson, Treasurer, Secretary and any other officer or officers so elected, shall, in any event, resign at the end of the complete year of office, although they shall be eligible for re-election.
- (d) The Management Committee shall invite any members of staff to attend Management Committee meetings with a right to address the meeting but without voting rights. The Management Committee will request staff members to withdraw from any meeting for any resolutions which concern the conditions and terms of employment of staff.
- (e) The Management Committee shall meet at least six times a year and shall proceed to business provided that a quorum of one half of the number of committee members entitled to attend and vote are present, provided also that at least 2/3rds of those present are elected members. Seven days notice of meetings shall be given in writing.

## 7. POWERS

- (a) The Management Committee has the power to appoint a number (not exceeding 50% of the elected membership of the committee) of co-optees, who support the objects of the Centre, onto the committee with full voting rights.
- (b) The powers of the Centre shall be exercised by the Management Committee which shall have full control over the affairs and management of the Centre.

- (c) The Management Committee may delegate any such powers to any person or persons, committee or sub-committee as shall from time to time be decided by the Management Committee, provided that all proceedings of such sub-committees shall be reported back to the Management Committee as soon as possible
- (d) The Management Committee shall have the power to suspend any individual member of the Management Committee by a vote of no confidence passed by a simple majority, for behaviour not conducive to achieving the objects of the Centre or for hindering the work of the committee. This decision must be put to a special general meeting within 6 weeks of suspension.

8. ANNUAL GENERAL MEETING

- (a) Once in a year within two months of the accounts being audited, the Management Committee shall convene an Annual General Meeting of the Centre, which all individuals within the area of benefit shall be entitled to attend, for the purpose of receiving the annual report of the Management Committee and the annual audited statement of accounts; of electing members of the incoming Management Committee, of accepting resignations of the outgoing Management Committee, of appointing an auditor or auditors, of making recommendations to the Management Committee and, whenever necessary, of voting on proposals to amend this constitution.
- (b) Twenty one days written notification for an Annual General Meeting must be given, to all members.
- (c) In any election of elected representatives, the number of votes which members shall cast shall be equal to the number of persons to be elected so that no members may cast more than one vote for any candidate.
- (d) Members of the Management Committee shall be elected at each Annual General Meeting of the Centre and shall hold office from the end of the Meeting at which they were elected, until the end of the Annual General Meeting next following their election and shall eligible for re-election.

9. SPECIAL GENERAL MEETING

- (a) The Management Committee can at any time call a Special General Meeting giving twenty one days written notification to all members.
- (b) The Chairperson or Secretary shall within 21 days of receipt of a written request signed by not less than thirty members having the power to vote and giving reasons for their request call a Special General Meeting of the Centre for the purpose of altering the Constitution or of considering the matter referred to them by the Management Committee or other members.

10. STANDING ORDERS

- (a) The Management Committee shall have the power to adopt and issue standing orders and / or rules for the use of the Centre. Such standing orders and rules shall come into operation immediately, provided that they shall always be subject to

review and shall not be inconsistent with the provisions of the Constitution and the objects of the Centre.

- (b) The Management Committee shall have a duty to draw up standing orders detailing procedures for nominations and elections of officers.

## 11. DISSOLUTION

- (a) Should the committee decide at any time or for whatever reason that it is necessary or desirable to dissolve the Centre, the Committee shall convene a Public Meeting of which 21 clear days notice shall be sent to every member of the Centre, every committee member and to the Charity Commissioners for England and Wales and shall be posted in a conspicuous place or places in the area of benefit and published in a newspaper circulating in the area of benefit.
- (b) Such notice shall state the terms of a resolution to dissolve the Centre, which said resolution must contain instructions for the disposal of any assets held by or in the name of the Centre, provided that if any property were to remain after satisfaction to all debts and liabilities, the said resolution shall provide that such property be given or transferred to such other charitable institution or institutions having objects similar to some or all of the objects of the Centre as the Committee may, with the approval of the Charity Commissioners for England and Wales or other authority having charitable jurisdiction, determine.
- (c) Such resolution shall be put to the Public Meeting so convened and, should the same be passed by a simple majority of those present and voting, Centre shall be dissolved in accordance with the resolution and the Committee shall give effect as may be necessary to the instructions outlined therein.

## 12. ALTERATIONS

This Constitution may only be amended at an Annual General Meeting or Special General Meeting and passed by a two-thirds majority of those present and eligible to vote, provided that:

- (i) the proposer and seconder are full members of the Centre;
- (ii) the proposed amendment is received by the Secretary at least 6 weeks prior to the meeting date.
- (iii) that not less than twenty-one days notice in writing of the meeting and of the alteration or alterations proposed shall have been given to every member of the Centre;
- (iv) No alteration shall be made to clauses 2(a):(objects), 11 (dissolution) or this clause without the prior approval in writing of the Charity Commissioners for England and Wales and no alteration shall be made which would cause the Centre to cease to be a charity in law.