

Waveney Domestic Violence and Abuse Forum

Constitution

1. NAME

The name will be Waveney Domestic Violence and Abuse Forum.

2. THE AREA

The forum will serve the area of Waveney, Suffolk, and surrounding areas as applicable

3. CHARITABLE OBJECTS

- 3.1** The relief of emotional distress and suffering and the preservation and protection of the mental and physical health of those who are, or who have been exposed to domestic violence and abuse, by providing information, advice and training. Domestic abuse can include any incident or pattern of incidents of violence and abuse that occur by way of coercive control, controlling or threatening behaviour between intimate partners or family members, regardless of gender, sexuality, ethnicity or religious belief.
 - 3.2** To advance education of the public, organisations, and agencies in all aspects of domestic abuse, including its impact on individuals and a wider society, and meet with other agencies on a regular basis to discuss the best ways to achieve the aims.
- ### **4. POWERS**
- 4.1** To establish provide and assist in the provision of services to beneficiaries and local communities consistent with the Charity's charitable objects.
 - 4.2** To accept (or disclaim) gifts of money and any other property.
 - 4.3** To raise funds providing that the charity shall not undertake any permanent trading activities and shall conform to any relevant statutory regulations
 - 4.4** To buy, take on a lease, hire or acquire property and to maintain and equip it for use.
 - 4.5** To sell, or otherwise dispose of all or any part of the property belonging to the charity, in exercising this power the charity must apply as appropriate with sections 117 and 122 of the Charities Act 2011.
 - 4.6** To borrow money.
 - 4.7** To execute cheques and other instruments and to operate bank accounts in the name of the charity.
 - 4.8** To deposit or invest in funds provided that advice from a financial expert has been obtained, and that no such deposit or investment is outside the powers of the Trustees

- 5.3 It is also open under the same terms to those who engage with perpetrators of domestic abuse.
- 5.4 Membership is open to survivors of domestic abuse who are no longer in an abusive relationship and survivors will be assessed, as is everyone else, for their suitability prior to joining.
- 5.5 The Forum shall hold a members' register that will provide information on the organisation, agency or individual. This register to be updated annually, or on joining or leaving of a member by the controller, in accordance with GDPR guidelines.
- 6 **GENERAL MEETINGS (FORUM)**
- 6.1 The Forum shall hold an Annual General Meeting (AGM) normally in November, not more than fifteen months may elapse between successive annual general meetings
- 6.2 The minimum periods of notice required to hold a general meeting of the charity are: (a) twenty-one clear days for an AGM or a general meeting called for the passing of a special resolution; (b) fourteen clear days for all other general meetings.
- 6.3 No business shall be transacted at any general meeting unless a quorum is present.
- 6.4 A quorum is: (a) four members present in person or by proxy and entitled to vote upon the business to be conducted at the meeting; or (b) one tenth of the total membership at the time whichever is the greater.
- 6.5 The authorised representative of a member organisation shall be counted in the quorum.
- 6.6 If: (a) a quorum is not present within half an hour from the time appointed for the meeting; or (b) during a meeting a quorum ceases to be present; the meeting shall be adjourned to such time and place as the Board of Trustees shall determine.
- 6.7 The trustees must reconvene the meeting and must give at least seven clear days' notice of the reconvened meeting stating the date, time, and place of the meeting.
- 6.8 If no quorum is present at the reconvened meeting within fifteen minutes of the time specified for the start of the meeting the members present in person or by proxy at that time shall constitute the quorum for that meeting.
- 6.9 The Forum shall meet 6 times per annum including the AGM.
- 6.10 The Board of Trustees shall meet prior to each Forum meeting in order to discuss any issues to be tabled at the Forum meeting not to include items to be tabled. The Secretary must be informed a week before the meeting.
- 6.11 The AGM shall be convened by the Board of Trustees. Public notice of every AGM shall be given at least twenty-one days before the date thereof by displaying notice in some conspicuous part of the premises from time to time occupied by the Forum or other conspicuous place in the area of benefit.
- 6.12 The notice must specify the date time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an AGM, the notice must say so. The notice must also contain a statement setting out the right of members to appoint a proxy under section 324 of the Companies Act 2006 and article 22

or the Objects of the Charity.

- 4.9 To employ paid or unpaid agents, staff, and advisors, and make all reasonable provision for the payment of pensions and superannuation for paid staff and their dependents, in pursuit of the charity Objects.
- 4.10 To recruit volunteers who shall not be members of the Trustee Board.
- 4.11 To promote or carry out and assist in relevant research, provide advice, publish or distribute information.
- 4.12 Alone or with other organisations to seek to influence public opinion, and make representations to and seek to influence governmental and other bodies regarding development and implementation of appropriate policies, provided that such activities shall be confined to those which are consistent with the objects of the charity.
- 4.13 To organise meetings and events in furtherance of the Objects of the charity.
- 4.14 To establish or support any charitable trusts, associations or institutions formed for all or any of its Objects.
- 4.15 To co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Objects or similar charitable purposes.
- 4.16 To acquire, merge with or to enter into any partnership or joint venture with any other charity.
- 4.17 To insure the property, staff, trustees, and volunteers against foreseeable risk, and take out other insurance policies to protect the charity when required.
- 4.18 To provide indemnity insurance to cover the liability of the Trustees or other officers of the Charity, which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which may be guilty in relation to the Charity: provided that any such insurance shall not extend to any claim arising from any act of omission which the Trustees or officers knew to be a breach of trust or breach of duty, or which was committed by the Trustees or other officers in reckless disregard to whether it was a breach of trust or breach of duty or not: provided also that any such insurance shall not extend to the costs of any unsuccessful defence to a criminal prosecution brought against the Trustees, or other officers of the Charity.
- 4.19 To do all such other lawful things as necessary for the achievement of the Objects.

5 MEMBERSHIP

- 5.1 Membership of the Forum shall be open to any organisation, agency or individual who works with, supports, refers, or in any way comes into contact with victims or survivors of domestic abuse in Waveney and surrounding areas.
- 5.2 The Trustees may accept or reject any application for membership of the organisation

6.13 In the event of face to face meetings not being possible, the trustees will explore alternative means by video link/telephone link, or other

7 PROXIES

7.1 A proxy shall be in the following form (or in form as near thereto as circumstances allow or in any other form which is usual or which the Board may approve): -

"Waveney Domestic Violence & Abuse Forum"

Name of member appointing proxy: _____

Address: _____

I/We hereby appoint (name of proxy) of (address of proxy) as my/our proxy to vote in my/our name and on my/our behalf at the meeting of the Charity to be held on (date) and at any adjournment of the meeting.

This form is to be used in respect of the resolutions mentioned below as follows:

Resolution 1:	*for	*against	*abstain	*as the proxy thinks fit
Resolution 2:	*for	*against	*abstain	* as the proxy thinks fit
All other resolutions properly put to the meeting:	*for	*against	*abstain	*as the proxy thinks fit

*Strike out whichever is not desired. If no indication is given, the proxy may vote as he or thinks fit.

Signed: _____

Dated: _____

7.2 Proxy appointment forms must be delivered to the Charity in accordance with the provisions of these Articles concerned with delivery of communications to the Charity and shall be so delivered:

- a) at least 48 hours before the time for holding the meeting or adjourned meeting at which the person
- b) named in the form proposes to vote;

7.3 In the case of a poll taken more than 48 hours after it is demanded: at least 24 hours before the time appointed for the taking of the poll; or

7.4 in the case of a poll not taken at the meeting but taken within 48 hours after it is demanded: at the meeting at which the poll is demanded, by delivering the form to the chair of the meeting or to the Secretary or to any Trustee; and an instrument of proxy which is not so delivered shall be invalid.

7.5 A vote given, or poll demanded by proxy or by the duly authorised representative of a member organisation shall be valid notwithstanding the previous termination of the authority of the person voting or demanding a poll unless notice of the termination was received by the Charity before the commencement of the meeting or adjourned meeting at which the vote is given or the poll demanded or (in the case of a poll taken otherwise than on the same day as the meeting or adjourned meeting) the time appointed for taking the poll.

7.6 The notice must be given to all the members and to the trustees.

7.7 The proceedings at a meeting shall not be invalidated because a person who was entitled to receive notice of the meeting did not receive it because of an accidental omission by the charity.

8 VOTING

8.1 Every matter (except as in this constitution provided) be determined by the majority of the members present and voting by hand on the question. In case of equality of votes the Chair of the meeting shall have a second or casting vote

8.2 The minimum number of voting members should not be less than one third of the Committee

8.3 Written resolutions - A resolution in writing agreed by a simple majority (or in the case of a special resolution by a majority of not less than 75%) of the members who would have been entitled to vote upon it had it been proposed at the AGM or EGM/Special Meeting shall be effective provided that: (a) a copy of the proposed resolution has been sent to every eligible member by post or email; (b) a simple majority (or in the case of a special resolution a majority of not less than 75%) of members has signified its agreement to the resolution by post or email; and (c) it is contained in an authenticated document which has been received at the registered office within the period of 28 days beginning with the circulation date.

8.4 A resolution in writing may comprise several copies to which one or more members have signified their agreement.

8.5 In the case of a member that is an organisation, its authorised representative may signify its agreement.

9 EXTRAORDINARY GENERAL MEETINGS

9.1 An Extraordinary General Meeting (EGM) can be called by the Board of Trustees at any time, or by at least ten members who shall call for a special general meeting in writing. In the event of face to face meetings not being possible, the Trustees will explore alternative means re video link/telephone link, or other.

10 OFFICERS

10.1 The Forum shall have a Chair, A Vice Chair, a Secretary, and a Treasurer, elected annually by simple majority at the annual general meeting, who shall hold office from the conclusion of that meeting. These positions shall be entirely honorary.

CHAIR

- 10.2** The role of the Chair is to conduct General/Trustees Meetings, or in the absence of the Chair, the Vice Chair will take over the role. If neither is present, another member of the Board of Trustees will be nominated to Chair the meeting

SECRETARY

- 10.3** The Secretary shall conduct the correspondence of the Forum and will keep full and correct minutes of all proceedings of the Forum, which shall be produced at every meeting. The Secretary shall receive all complaints, which must be in writing, and if unable to deal with them, shall submit them to the Board of Trustees at their next meeting

TREASURER

- 10.4** The Treasurer shall keep all accounts of the Forum, and shall lay before the AGM, a statement of the financial position of the forum at the end of the last financial year on 31st March, duly audited by the person appointed at the Previous Annual General Meeting. The Treasurer shall maintain a bank account on behalf of the forum at a bank approved by the Board of Trustees.

VICE CHAIR

- 10.5** The Vice – chair acts for the chair when the chair is not available and undertakes assignments at the request of the Chair.

11 BOARD OF TRUSTEES

- 11.1** The Board of Trustees shall consist of the Chair, Vice Chair, Secretary and Treasurer. It will also consist of other representatives of the membership, to be nominated from amongst the forum members, and others. They shall hold office until the next AGM after they have come into office, when they shall retire, but be eligible for re-appointment.
- 11.2** The maximum number of Board Members to be twelve, and the minimum to be three.
- 11.3** The Board of Trustees shall present to each AGM the reports and accounts of the Forum for the preceding year.
- 11.4** Sub Committees: The Committee may from time to time appoint such sub-committees as may be deemed necessary, and may determine their terms of reference, duration, and composition, provided that
- a) No sub-committee may be given power to co-opt more than one-fourth of its total membership
 - b) Each sub-committee shall furnish the committee with a full copy of the minutes of each meeting of the sub-committee within seven days thereof
 - c) The majority of the members of any sub-committee shall be drawn from the main committee and for voting purposes at the sub-committee meetings the majority of the quorum shall be committee members

12 TRUSTEES MEETINGS

- 12.1** The Board of Trustees shall hold a meeting on a monthly basis, but no business can be conducted unless a quorum of three is present. The Chair will conduct the meeting, or the Vice Chair, but if neither present, another trustee to be nominated.
- 12.2** Meetings are normally held face to face in the charity's office, using alternative means of communication such as video or telephone link when face to face is difficult or not possible.
- 12.3** The Board of Trustees shall have the power to co-opt persons having special knowledge or experience, provided that the number of the co-opted members shall not exceed one-third of the total membership of the Board of Trustees. They shall hold office until the end of the AGM following their co-option.
- 12.4** Voluntary and statutory organisations in membership may appoint deputies (without the power to vote) for their elected representatives who are unable to attend and particular meeting of the Board of Trustees
- 12.5** The Trustees may invite any person to attend its meetings as an observer but without the power to vote.
- 12.6** All honorary officers and Trustee members shall retire annually and be eligible to stand for re-election.

13 PAYMENT OF BOARD MEMBERS

- 13.1** No member of the Trustee Board and no connected person shall acquire any interest in property belonging to the Charity (otherwise than as a Trustee for the Charity) or receive remuneration or be interested in any way (otherwise than as a member of the Trustee Board) in any contract entered into by the Charity provided this does not exclude:
 - 13.1.1** the payment of any reasonable out of pocket expenses incurred on behalf of the Charity;
 - 13.1.2** the payment of fees or the giving of other benefits to any company of which a Trustee is also a member holding not more than 1/100th part of the capital;
 - 13.1.3** interest at a reasonable rate of money lent to the Charity;
 - 13.1.4** a reasonable rent or hiring fee for property or equipment let or hired to the Charity; and reasonable and proper premiums in respect of indemnity insurance affected in accordance with Power 4.18
 - 13.1.5** payments made to pursuant to any indemnity given to Trustees under these Powers; and
 - 13.1.6** reasonable and proper remuneration to any connected person (as defined (Powers 4.9) for any [goods or services] [services (and goods connected with those services)

supplied to the Charity ([including] [excluding] the service of acting as Trustee and services performed under a contract of employment with the Charity) provided that:

- (a) the procedure described in these articles concerning Conflicts of Interest must be followed by the relevant Trustee in relation to any decisions regarding such connected person; and
- (b) this provision may not apply to more than half of the Trustees in any financial year and for these purposes such provisions shall be treated as applying to a Trustee if they apply to a person who is a connected person in relation to that Trustee.

13.2 For the purpose of this power, "Trustee" includes any connected person and "connected person" means the spouse, civil partner, child, step child, parent, grandparent, grandchild, brother, sister or other person in a relationship with a Trustee which may reasonably be regarded as equivalent to such a relationship or any company or business controlled or managed by a Trustee and includes a trustee of any trust the beneficiaries of which include a connected person".

14 CONFLICTS OF INTERESTS AND CONFLICTS OF LOYALTIES

- 14.1** If a conflict of interests arises for a trustee because of a duty of loyalty owed to another organisation or person, and the conflict is not authorised by virtue of any other provision in the powers the unconflicted trustees may authorise such a conflict of interests where the following conditions apply;
- 14.2** the conflicted trustee is absent from the part of the meeting at which there is discussion of any arrangement or transaction affecting that other organisation or person;
- 14.3** the conflicted trustee does not vote on any such matter and is not to be counted when considering whether a quorum of trustees is present at the meeting; and
- 14.4** the unconflicted trustees consider it is in the interests of the charity to authorise the conflict of interests in the circumstances applying.
- 14.5** In this power a conflict of interests arising because of a duty of loyalty owed to another organisation or person only refers to such a conflict which does not involve a direct or indirect benefit of any nature to a trustee or to a connected person"

15 DISSOLUTION

- 15.1** The Forum may at any time be dissolved by a resolution passed by two-thirds majority of those present and voting at a EGM convened for that purpose of which not less than twenty-one days' notice shall have been given to all members of the committee and duly published in the area of benefit. The property and assets of the Forum shall not be paid to, or distributed among the members of the committee but shall be applied to such other charitable institutions having objects similar to those specified in clause 3 thereof as the Forum may with approval of the Charity Commissioners or other authority having charitable jurisdiction determine.

16 RULES AND REGULATIONS

16.1 Within the limits prescribed within this Constitution the Committee may from time to time make and alter rules for the conduct of their business and for the summoning and conduct of their meetings or of AGM and EGM, the deposit of money at a proper bank, the custody of documents and in particular with reference to:-

- a) The appointment as Secretary of one of themselves without remuneration as the Forum may determine.
- b) The appointment as Treasurer of one of themselves without remuneration as the Forum may determine.
- c) The engagement and dismissal of such paid officers and servants of the Forum may consider necessary.
- d) The number of members who shall form a quorum at meetings of the Committee and General Meetings

16.2 Alterations to this constitution may be approved by a resolution of not less than 75% members present and voting at a meeting.

17 POWER OF AMENDMENT

17.1 The Forum may amend any provision contained in this constitution provided that:

- a) No amendment may be made that would have the effect of making the Forum cease to be a Charity at law.
- b) No amendment may be made to alter the object if the change would undermine or work against the previous objects of the Forum
- c) No amendment may be made to the objects and dissolution clauses or this clause without the prior written consent of the Commission.
- d) Any resolution to amend a provision of this constitution is passed by not less than 75% of the members present and voting at a general meeting.

17.2 A copy of any resolution amending this constitution shall be sent to the Commission within Twenty- One days of it being passed.

18 INTERPRETATION

The interpretation Act 1889 applies for the interpretation of this Constitution as it applies for the interpretation of an Act of Parliament.

AMENDED

DATE 18th March 2021

CHAIRPERSON



SECRETARY



NAME



NAME

