



Community Transport

CONSTITUTION

**MODEL RULES AND
STANDING ORDERS**

February 2019

Bact Community Transport Constitution

- (1) The name of the organisation shall be: Bact Community Transport.

(2) **Objects Of the Organisation**

The object of the organisation shall be to promote transport for the use of charitable organisations, groups and purposes in the Beccles/Bungay area and also across the Waveney valley/Suffolk coastal and mid Suffolk area and South Norfolk area or for the use of individuals in specific need by reason of poverty, sickness or mental or physical disabilities.

Additionally, transport services are offered to residents and organisations in the Beccles and Bungay area, the Waveney valley/Suffolk coastal and mid Suffolk area and South Norfolk area for journeys where neither a family car nor any suitable public transport is available. Journeys will be undertaken on a not for profit basis and the organisation is run to cover costs and provide an ongoing transport facility in the area outlined above where the need arises in order to achieve the organisations aims and objectives and to keep Bact sustainable.

(3) **Powers**

In furtherance of the above objects the Organisation shall have the following powers:-

- (i) To raise funds, and /or seek loans, to finance the objects of the organisation provided that the organisation shall not undertake any permanent trading activities in raising funds for its charitable objects.
- (ii) To operate a bank account or accounts in the name of the organisation.
- (iii) To manage funds, including the establishment and maintenance of a depreciation reserve for the purpose of purchasing a replacement vehicle or vehicles or other property when appropriate.
- (iv) To rent, lease, purchase and dispose of vehicles and other property.
- (v) To determine charges, and to apply them, to users of vehicle/s or services provided by the organisation.
- (vi) To employ staff where appropriate provided that no member of the Board of Trustees shall be so employed.
- (vii) To work and co-operate with other local groups with similar aims, and with other organisations and authorities.
- (viii) To participate in any other activities appropriate to the furtherance of these objects.

(4) Administration

The organisation shall be non-profit-making and shall be administered in conformity with the provisions of this Constitution by the Board of Trustees hereinafter constituted as the Board of Trustees thereof.

(5) Membership

- (i) Membership of this organisation shall be open to all individuals and organisations interested in the objects of this organisation and operating within the catchment area, or outside the area at the discretion of the Management Committee.
- (ii) Individual members and a representative of each member organisation will be entitled to participate in the business of this organisation by attending general meetings and voting there at.

(6) Management Committee

- (i) Management of the organisation shall be vested in a Board of Trustees of up to fifteen members elected at the annual general meeting and who shall elect from among themselves the officers consisting of:-
 - (a) Chairman
 - (b) Vice Chairman
 - (c) Treasurer
 - (d) Minute Secretary
- (ii) The Board of Trustees may refer any part of its business to such sub-committees or working parties as is deemed necessary. Officers of the Board of Trustees shall be ex-officio members of sub-committees and working parties.
 - (a) The Board of Trustees should set the terms of reference for any sub-committee.
 - (b) Any sub-committee should report back to the Board of Trustees on all its actions as soon as possible.
 - (c) The majority of members of any sub-committee should be members of the Board of Trustees, and
 - (d) The number of non-members of the organisation on a sub-committee should be restricted to a minority of the quorum necessary for it to meet.
- (iii) The Board of Trustees may from time to time co-opt persons who may be specially qualified or have special knowledge and experience valuable to the furtherance of the aims of the organisation. At no time shall such co-options exceed one third of the elected membership of the Board of

Trustees. Co-opted members shall have the right to vote at Board of Trustees. Co-opted members shall also include the Company Secretary/Office Manager.

- (iv) Vacancies occurring on the Board of Trustees between annual general meetings shall be filled by co-option by the Board of Trustees.
- (v) Any persons may resign from the Board of Trustees after notice of one month. The Board of Trustees shall have power to declare a vacancy on the Board of Trustees on the following grounds:
 - (a) non-attendance at three consecutive meetings;
 - (b) removal from the area;
 - (c) serious illness or incapacity.

(7) Meetings

- (i) An Annual General Meeting shall be held in the March or April of each year to receive an annual report and accounts of the previous year, to elect the Management Committee, to appoint auditors and to deal with any other business which the Board of Trustees or members should raise, provided that notice of motions to amend the constitution shall be given in writing to the Secretary at least twenty eight days before the general meeting (see Section 11) and that notice of any other item of business be given to the Chairman at the commencement of the meeting.
- (ii) All members of the committee shall retire annually at the AGM and are eligible for re-election.
- (iii) Meetings of the Board of Trustees will be convened at least four times a year.
- (iv) Extraordinary general meetings may be convened by the Board of Trustees at any time at their discretion, and shall be called at any time by the Board of Trustees upon a requisition signed by ten members or a quarter of the membership (whichever is the larger number) stating the object of the meeting, which shall be the only subject on the agenda being received.
- (v) The quorum at Board of Trustees meetings will be one third of the total membership of the Board of Trustees.
- (vi) Adequate minutes will be kept of all meetings, which shall be circulated and presented at the subsequent meeting.

(8) Notice Of Meetings

- (i) The minimum period of notice of meetings will be 14 days

(9) Voting

- (i) When it is necessary for a vote to be taken at any meeting this may be taken by a show of hands (or by a secret ballot, at the Chairman's discretion). Votes shall be decided by a simple majority of those present and voting.
- (ii) In the event of an equal number of votes for and against a motion, the Chairman will be entitled to a second or casting vote.

(10) Finance

- (i) All monies received shall be devoted to the objects of the organisation and shall be paid into a bank account in the name of the organisation at a bank approved by the Board of Trustees.
- (ii) No member of the organisation shall receive payment either directly or indirectly for services to the organisation other than legitimate out of pocket expenses incurred in the works of the organisation approved by the Board of Trustees.
- (iii) At the end of the financial year, accounts shall be prepared, audited and submitted to members not less than fourteen days before the date of the annual general meeting.
- (iv) The Treasurer will be responsible for keeping proper accounts and for all monies received or payable. All cheques drawn against the organisation's account shall be signed by two of the officers of the organisation.
- (v) An independent auditor for the year will be appointed by the annual general meeting.
- (vi) The amount of the subscription for annual membership shall be decided at the annual general meeting and shall be reviewed annually.

(11) Amendments to the Constitution

The Constitution may be amended by a resolution passed by a simple majority of the members present and entitled to vote at any general meeting of the organisation provided that any proposed alteration to the constitution for the time being in force must be communicated to the secretary in writing at least twenty eight days before the meeting at which the proposal is to be moved and that notice of the said meeting (in writing), stating the terms of the resolution to be proposed thereat, shall have been sent to all members of the organisation not less than fourteen days before the date of the meeting. No amendment shall be made which would cause the organisation to cease to be a charity at law.

(12) Dissolution

If the Board of Trustees by a simple majority, decide at any time, on ground of expense or otherwise, that it is necessary or advisable to dissolve the Organisation, it shall call a Special Meeting of the Organisation. Any assets remaining after the

satisfaction of any proper debts and liabilities, shall be given or transferred equally to any charitable organisation with similar aims and objectives to the Organisation. The Board of Trustees may designate a specific organisation to receive the assets or it may simply state that an organisation with similar aims and objectives should be the recipient.

At the meeting which must be quorate and minuted, the Board of Trustees will decide by majority to call an SGM for the purpose of dissolving the organisation.

If a majority decision in favour of dissolution is reached, an SGM must be called in accordance with the conditions of this constitution.

At the SGM the resolution to dissolve the organisation will be put to the members. The meeting should be quorate and minuted. Should the members agree, the decision to dissolve the organisation can then be acted on.

The assets of the organisation will then be distributed in line with the constitution and the bank account closed.

Consideration at all stages of dissolution should be given to service users who should be signposted to other services and similar organisations.

Signed: _____

A black rectangular box redacting the signature of the Chairman.

Chairman

Date: _____

28.02.2019