



Constitution

Version1

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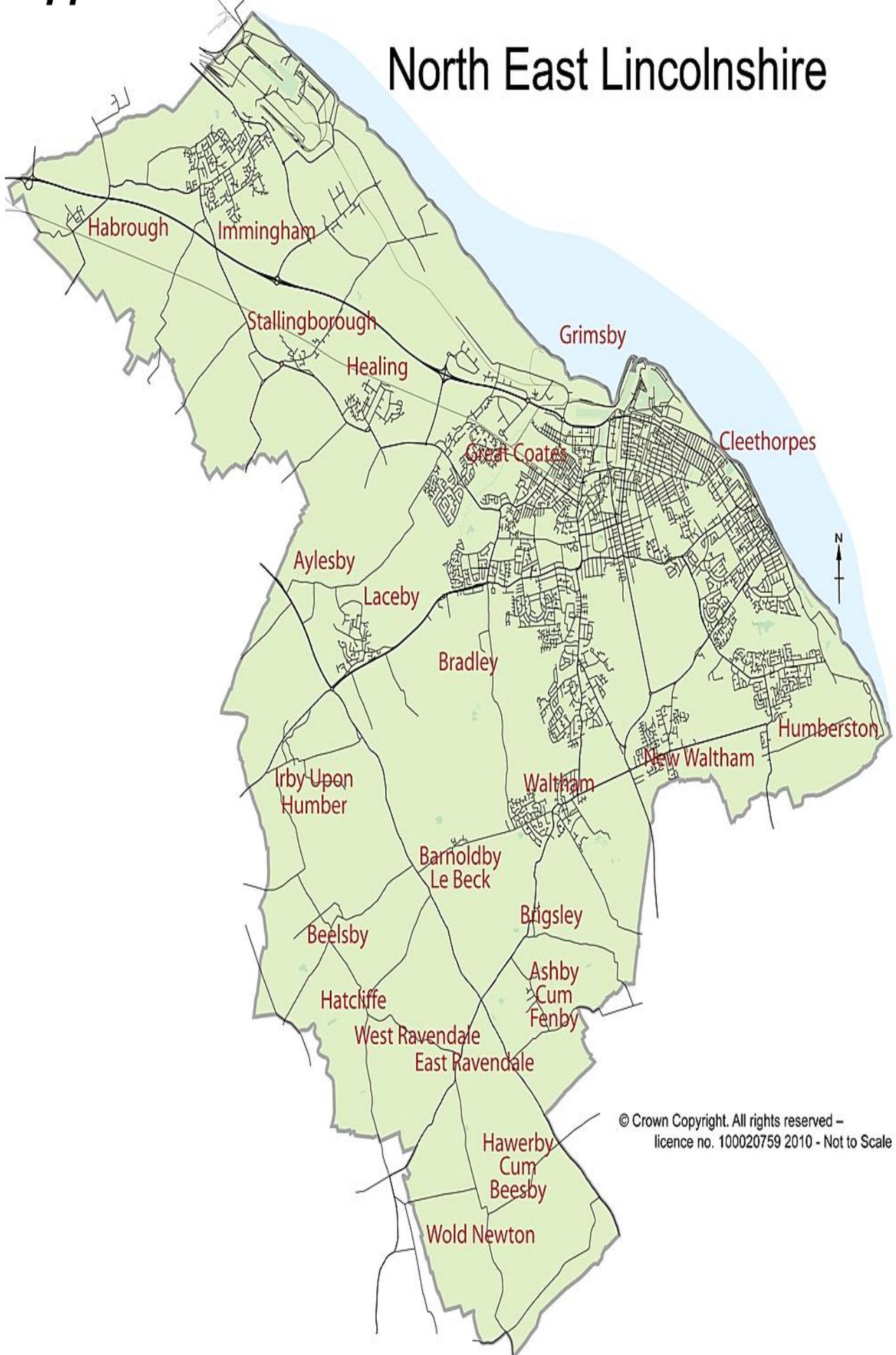
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Appendix 1

North East Lincolnshire



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CONSTITUTION

1.0 NAME OF THE ORGANISATION

The voluntary organisation's name is Positively Disabled N E Lincs

2.0 AIMS AND OBJECTIVES

The aims and objectives of the group, is to:

- To raise Disability Awareness within the communities of North East Lincolnshire
- Helping people with disabilities in whatever and however the group can
- To achieve better services including:
 - Health,
 - Crime Prevention
 - Travel
 - Benefits
 - Accessible Buildings
 - Better Local Housing for Disabled groups.
 - Better Education Services
- Challenges Employment services in the career that suits the disability
- Giving individuals taking the responsibility for changing the attitudes of those around them.
- Lobbying local government and Parliament for the betterment of accessible services and policies.
- Working together with local statutory agencies.
- Helping those gain Self-advocacy.
- Campaigning for equal rights and opportunities for disabled people and carers
- Produce advertising of the awareness of the group and its campaigns
- Act as a link between those who suffer with many Disabilities and the professional organisations.
- Be a representative voice of those who suffer on the disability spectrum and to receive the views of the wider communities in the borough (see appendix 1).
- To liaise and support local organisations and voluntary groups to improve those services for the local people on the spectrum in the borough.
- To undertake research of services available for the benefit on the Disability spectrum.
- To carryout and promote the group by attending local events / public places.
- To raise funds to support the work that is carried out by the group.
- To refresh the membership on a regular basis by working with the North-East Lincolnshire Clinical Commissioning Group, the public membership scheme plus other local public membership schemes and the wider community.

3.0 NAME OF THE AREA

The name of the area is North East Lincolnshire and in appendix 1.

4.0 COMMITTEE MEMBERS

The organisation shall be managed by a committee of Committee members who are appointed at the Annual General Meeting (AGM) of the organisation. And will be appointed to run for 4 years.

5.0 CARRYING OUT THE AIMS AND OBJECTIVES

To carry out the aims and objectives, the committee members have the authority to:

- a) Raise funds, receive grants and donations
- b) Utilise the funds available to carry out the work of the group
- c) Co-operate with the support of other voluntary groups with similar purposes.
- d) Do anything which is lawful and necessary to achieve the aims and objectives of the group.
- e) The organisation may seek additional advice and assistance from other supporting bodies, should the need arise.

6.0 MEMBERSHIP

6.1 The organisation Positively Disabled, has a Membership with people that support the work of the organisation and are aged 16 and over, and can apply to members of the charities Committee members as of when the position/s arises. It is also inclusive to all and unlimited, irrespective of nationality, race, ethnic background, religious belief, colour, disability or gender. This together with the Equality & Diversity Policy. Membership lasts annually and can be renewed at the AGM, if that member wishes to continue their membership. There is an annual fee and may increase at any time at the AGM.

6.2 The Secretary keeps a record of the membership and is always kept up to date.

6.3 Positively Disabled members must always conduct themselves in a respectable manner at meetings and community events. There is a *Code of Conduct Policy* in which members must read, sign and date on joining. Failure to sign this policy will not be able to continue with their membership.

6.4 Failure to commit to the *Code of Conduct*, will possibly result in the expulsion of the member not being able to take part in any Positively Disabled's voluntary activities. This could be in the best interests of the Positively Disabled. And might result in the membership being taken away from that person. This is at the sole discretion of the Committee members' decision.

6.5 If the member feels that the decision was wrong by the Positively Disabled, that member has the right to appeal to a member of the committee. They can be accompanied by a friend or relative. This should be writing at least 3-7 days.

6.6 Members will also be able to participate in the voting process once they have attended a minimum of 3 - 5 meetings during that term.

- a) All persons (members) must be over 16 and living in the borough of North East Lincolnshire.
- b) Groups, agencies and other organisations operating in the area will be entitled to full membership.

7.0 ANNUAL GENERAL MEETING (AGM)

- 7.1 The AGM must be held every year, between 12 and 18 months.
- 7.2 The Secretary shall give at least 14 days' notice to all members either in writing, email or phone call to each member, telling them what is on the agenda.
- 7.3 Minutes must be kept of the AGM.
- 7.4 There must be at least 4 committee members present at the AGM.
- 7.5 Every member has one vote for their chosen representative.
- 7.6 Most of the Committee members should be present for the annual report and the accounts.
- 7.7 At a normal AGM, nominees must attend a minimum of 7 Positively Disabled meetings in one year, unless apologies are received with a justifiable reason for absence.
- 7.8 Members of outside agencies will not be eligible to participate in any decision that requires a vote.
- 7.9 Members shall nominate up to 10 committee members to serve for the next 4 years. That includes the four executive committee members
 - a) The Committee Members will remain in their seats for a period of 4 years.
 - b) After 4 years, the Committee Members can stand for re-election.
 - c) If an elected committee member stands down before the 4-year period has ended, a replacement committee member will be elected to stand for the remainder of the original members' term.
- 7.10 Appointed representatives will be solely taken by a proposer and a seconder, from the membership.

The business conducted at Annual General Meetings shall include:

- a) Consideration of the Annual Accounts Report of the work done by or under the auspices of Positively Disabled, by a qualified Auditor (provided it is more than £10k).
- b) The submission and adoption of an examined income and expenditure account, including balanced sheets for the previous financial year. Providing, that it is up to date. If not, it must be explained that amendments to the balance sheets will be completed in due course.
- c) The members will be responsible of the election of the Management Committee and other committee members.
This includes; Chair, Vice Chair, Secretary and Treasurer.
- d) Appointment of an auditor or auditors who must not be a member of the Management Committee.
- e) Consideration of any other relevant business of which the due 14 days' notice has been given.
- f) Whenever necessary consideration of proposals and voting on alterations to this constitution in accordance with Clause 12.
- g) The business of the AGM shall include:
 - I. The work of the committee
 - II. Approval of the accounts
 - III. Appointment of an auditor
 - IV. Any resolutions submitted by members
 - V. Election of members to serve on the committee
- h) A quorum is only valid if the members have been notified of the meetings in advance.

8.0 MEMBERS PROTOCOL / GOOD PRACTICE

- a) Any media related promotion of the Positively Disabled group and its work should be channelled by and approval of the committee.
- b) The procedure used to elect the Management Committee, will aim to achieve the widest possible representation from the local community.

9.0 MANAGEMENT OF THE ORGANISATION

The organisation Positively Disabled, will be solely run by its committee. It will seek to elect every 4 years of a Management Committee, comprising of at least 4 executive and at least 4 non-executive committee members.

10.0 MANAGEMENT COMMITTEE

Normally at an AGM (Annual General Meeting), a Chair, Vice-Chair, a Secretary and a Treasurer including other committee officers will be required to be elected.

The committee will then ensure the greatest possible involvement at its public meetings, activities and events, in which they will use the most appropriate methods to advertise them.

The selected Management Committee of the group will ensure that its meeting places are adequate to meeting the needs of the community.

The Positively Disabled Management Committee will also ensure that the representatives attend and report upon their activities to each meeting of any other groups, organisations, or boards they are associated with.

No member of the committee shall receive payment, other than legitimate expenses incurred in carrying out the aims of the Organisation. Nor they will benefit, or have any other interest in the assets or dealings of the Organisation other than a Member or Management Committee Member.

11.0 MANAGEMENT COMMITTEE MEETINGS

- 11.1 The Management Committee shall meet at such times and at such intervals as they shall determine. At least 6 meetings within a 12-month period.
- 11.2 The Management Committee members will be expected to attend committee meetings or send their apologies.
- 11.3 Where such a Committee member has been determined to have resigned as above, that member should not be elected as a member or a member of the Management Committee during the next term.
- 11.4 Should a Management Committee member resign, or be removed from the Management Committee due to the Code of Conduct, that member should not be elected as a member of the M C during the next term. This includes whatever that member held at that time.
- 11.5 In addition, this includes any of the previous committee was in breach of the Code of Conduct alone. That member is only allowed to be elected on that committee, only if the Chairman has reasonable circumstances to do so.
- 11.6 The quorum of the management committee should be a minimum of 4. This includes Chair, Vice Chair, Secretary and a further Committee Member.
- 11.7 Management Committee meetings will be open to all members, observers and anyone else, with the permission of the Chair. Anyone wishing to discuss specific issues must request the Chair's permission prior to the meeting.
- 11.8 Minutes shall be kept as a record of the proceedings of the meetings of the Committee.

12.0 ORGANISATION REPRESENTATION

The Management Committee will be elected by all membership representatives of the Positively Disabled.

The Management Committee will also elect representatives onto other committee boards within the organisation.

13.0 DISQUALIFICATION

A member of the Management Committee or Trustee will automatically cease office if s/he:

- I. Has been convicted of an offence involving deception, fraud, or dishonesty, unless the conviction is spent.
- II. Is undischarged bankrupt.
- III. Known for having consistent violent tempers which could bring the organisation into disrepute.

14.0 POWERS

In furtherance of the objectives, but otherwise the Management Committee may exercise the following powers:

- a. The power to raise funds and to invite and receive contributions.
- b. Power to recruit members such as necessary, to achieve the Objectives.
- c. Power to organise activities, events, discussions and to produce leaflets and other publicity material.
- d. Power to consult the public by arranging meetings and by survey.
- e. Power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the Objectives and to exchange information and advice with them.
- f. Power to do all such other lawful things as are necessary for the achievement of the Objectives.

15.0 COMMITTEE MEETINGS

- (1) The Committee must hold at least 3 meetings each year. At their first meeting after the AGM they will elect a chair, treasurer if it needs it and a secretary. Committee members must act by majority decision.
- (2) At least 3 Committee members must be present at the meeting to be able to take decisions. Minutes shall be kept for every meeting.
- (3) If the Committee members have a conflict of interest, they must declare it and leave the meeting while the matter is being discussed or decided.
- (4) During the year, the Committee members may appoint up to 2 additional Committee members. They will stand down at the next AGM, once their term is up.
- (5) The Committee members may make reasonable additional rules to help run the organisation. These rules must not conflict with this constitution or the law.

16.0 MONEY, FINANCE AND PROPERTY

- a) All monies raised by or on behalf of Positively Disabled shall be applied to further the objectives of the charities Disabilities group purposes in North East Lincolnshire and for no other purpose.
- b) Committee members must keep accounts. The most recent accounts can be seen by anybody on request.
- c) Committee members and active members cannot receive any money or property from the organisation, except to refund reasonable out of pocket expenses.
- d) The Treasurer shall keep proper account of the finances of Positively Disabled and shall open a bank account in the name of Positively Disabled. For which 2 signatories from the Committee members will be nominated.
- e) Money must be held in the charities bank account. All cheques must be signed by 2 Committee members of the organisation (at least the Chair and the secretary).
- f) The accounts shall be externally audited or immediately evaluated by a suitably qualified person at least once a year, and be agreed by members of the AGM.
- g) A Treasurer's report should be provided to the Committee members to verify and agree, then wider audience of the membership at each Positively Disabled meeting.

17.0 EXTRA ORDINARY GENERAL / SPECIAL MEETINGS

If the elected committee members and the Committee members consider it is necessary to change the structure of the Positively Disabled's Policies and Procedures, including the constitution or even the structure of the meetings, wind up the organisation, they must call an Extra General Meeting, if they receive a written request from at least 3 quarters of the charities membership. This in regards, so that the membership can make the right decision to take the organisation forward.

All members must be give between 14-21 days' notice and mention the reason for the notice for the meeting. All decisions require a two thirds majority. Minutes must be kept.

Circumstances that might need an EGM by Committee or Members representation;

- a. **Winding Up**-Any money or property remaining after payment of debts must be given to an organisation with similar purposes to this one. This will be arranged by the Committee members and its' Committee members. If this is not possible, by the host organisation.
- b. **Changes to the constitution**-Can be made at AGM's or EGM's/ESM's (Extra Special Meetings'). No change can be made that would make the organisation no longer an organisation.
- c. **EGM**-Called on written request by most of its members for urgent business to be discussed.
- d. **Consultation of membership**-membership can be considered. This may include the members Code of Conduct considered, when dealing with a member of the organisation that could, for instance, bring the organisation into disrepute or acting in a way that could end their membership.

18.0 POSITIVE DISABLED FORUM MEETINGS

- a. The committee must hold at least 6 members' meetings each year. One of which is an AGM
- b. At least 3 to 4 committee members must be present at the meeting to be able to take decisions. Minutes must be kept for every meeting.
- c. If members have a conflict of interest, they must declare it before the matter is being discussed or decided. This should be in writing / email / phone to the chair or secretary prior to the meeting. Then the member should leave the room until the matter has been discussed.
- d. The elected members may make reasonable additional rules to help run Positively Disabled These rules must not conflict with this constitution or the law.

19.0 VOTING RULES AND OTHER PROCEDURES

- I. Voting – All questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote. No member shall have more than one vote. In the case of an equality of votes, the Chair shall have a second or casting vote.
- II. No member of any Authority or Organisation can be voted on as a Committee Member. This represents a conflict of interest.
- III. Where monies or initiatives cover only defined specific areas only residents living within those boundaries may vote on those initiatives. The forum may decide to set up a subgroup for this purpose.
- IV. Initiatives, organisations or services working within defined areas or through specific monies for set areas (such as Learning Disability projects) will then be expected to make contact with the members or it's subgroup so that residents of the communities can have input and help those initiatives and services.
- V. Speaking Rights – If more than five members wish to speak on any subject, the Chair may impose a time limit for speakers at his/her discretion.
- VI. Minutes – Minutes recording all proceedings and resolutions shall be kept by the Secretary of the Positively Disabled, for any committee and public meeting of the Organisation. The minute book shall be made available for public inspection.

20.0 SUBSCRIPTIONS AND FUNDRAISING

Positively Disabled N E Lincs will levy an annual subscription for membership.

Positively Disabled N E Lincs may undertake other fund raising to further its aims and objectives.

21.0 ALTERATIONS TO THE CONSTITUTION

The Constitution of the Positively Disabled should normally only be changed at the Annual General Meeting, but can also be changed at a Special General Meeting. Advice should be sought from the appropriate officers, local or national bodies on implications of any changes.

22.0 DISILUTION

If the Management Committee of Positively Disabled management, by a simple majority, decides at any time that is necessary to dissolve Positively Disabled, they shall call a Special General Meeting of all members of Positively Disabled who have the power to vote.

Notice should not be less than 21 days and should state the terms of the resolution to be proposed. If the decision is confirmed by a simple majority of those members present and voting at such a meeting, the Committee shall have power to satisfy any proper debts and liabilities and any assets held by or in the name of Positively Disabled, will be donated to other Voluntary Groups within North East Lincolnshire sharing similar objectives or failing this, shall be given for some charitable purpose.

23.0 STANDING ORDERS

The conduct of the Positively Disabled's Management Committee and Committee members, shall be subject to simple Standing Orders.

These will ensure that each meeting has a Chairperson, only persons entitled to attend are present and rules of procedure (8 above) are conformed with.

Standing Orders must NOT be seen to conflict with the terms of the spirit of the Constitution.

Here are the terms of the standing orders:

1.0 Determination of Organisation Membership

1.1 The Charities membership shall be as follows:

- Chairperson and Vice Chairperson
- Treasurer or Finance officer
- Group Secretary
- Up to 6 committee members

1.2 The total number of Committee members shall be a minimum of 10. This includes ex officious of the organisation

2.0 Quorum

2.1 The quorum of the Organisation meetings shall be at least a minimum of 40% of the available membership, must be in attendance for a meeting to be a quorate.

3.0 Term of office

3.1 A term of office for Committee members shall be for a period of 4 years, these are for both officious and ex officious.

4.0 Eligibility of Committee members

4.1 A Committee member must be at least 18 years old, and must **not**:

- Have unspent convictions for an offence involving dishonesty or deception
- Be currently declared bankrupt (or subject to bankruptcy restrictions or an interim order)
- Have an individual voluntary arrangement (IVA) to pay off debts with creditors
- Be disqualified from being a company director
- Have previously been removed as a member / committee member by us or in the judicial court circles, due to misconduct or mismanagement

5.0 Appointment of Committee members

5.1 The effective appointment of Committee members is important for the establishment of a balanced and well governed effective board, Committee members should demonstrate:

- A commitment to the objects of the organisation
- An understanding of the role of the organisation
- The ability to represent the organisation to the volunteer sector and other stakeholder groups
- A commitment to equality and diversity

5.2 Some Committee members are appointed because of their specific skills, knowledge and experience. This will enhance the effectiveness of the organisation

5.3 New Committee members are recruited through a consultation process with the Organisation and relevant stakeholders, led by the Chair and other organisational staff, and their appointments must be approved by a quorate meeting of the organisation

6.0 Re appointment of Committee members

6.1 Committee members shall serve of two of the maximum of the four-year terms. Their appointment for a second four-year term is not automatic, and shall be formally determined by the organisation at the scheduled AGM

6.2 Committee members may only be considered for a re-appointment beyond two terms in exceptional circumstances if they have special skills that would be otherwise hard to find; or if their experience on the organisation is required to balance out the relative inexperience of new Committee members, and, in any case, only if they have demonstrated excellent commitment to the charities terms of attendance and contribution at meetings

7.0 Resignation of Committee members

7.1 In the event of a Committee member wishing to resign before the completion of their term of office, s/he should provide up to three months' notice to the organisation, wherever possible

8.0 Disqualification and Removal of Committee members

8.1 Committee members should be removed if they become ineligible to remain as a Committee member in accordance to the Charities Act 2006 regulations (see 4.1) and, also if s/he;

- Has been absent for a period of 6 months without the organisation's permission
- Ceases to hold the Committee member position, having been appointed as an ex officio Committee member
- Is unable to carry out their duties as a Committee member because of severe mental or physical incapacity

9.0 Appointment of Chair and Vice-Chair

9.1 The Chair and Vice Chair of the organisation shall be selected by the membership by the application provided

10.0 Term of office of the Chair and Vice-Chair

- 10.1 The term of office for the Chair is up to 4 years. But, even if they are not reappointed as Chair, s/he can continue the rest of their term in office if they are a Committee member
- 10.2 The term of office for the Vice-Chair is up to 4 years. But, even if they are not reappointed as Vice-Chair, s/he they can continue the rest of their term in office if they are a Trustee. Their re-appointment for a second term as Vice-Chair is not automatic, and can be determined by the Committee members at a scheduled meeting

11.0 Role and Responsibilities of Committee members

- 11.1 To ensure that the organisation complies with the organisations Policies and Procedures, and all other relevant legislation
- 11.2 To ensure that the organisation pursues its objectives as defined in this constitution
- 11.3 To give strategic direction to the organisation, setting overall policy, and monitoring performance
- 11.4 To safeguard and promote the values of the organisation
- 11.5 To ensure the financial stability of the organisation, including approving annual budgets and monitoring progress against them, and approving the annual accounts
- 11.6 To work in consultation with the Chair, Vice Chair and senior staff to recruit Committee members with specific and relevant expertise.
- 11.7 To be responsible for the appointment of the President.

24.0 EQUAL OPPORTUNITY STATEMENT

Purpose

Positively Disabled is an equal opportunity employer.

Positively Disabled is committed to ensuring equal opportunities, fairness of treatment, dignity, work-life balance, and the elimination of all forms of discrimination in the organisation for all members, Committee members, committee members and volunteers. The organisation aims to create a safe environment in which all individuals can make best use of their skills, free from discrimination or harassment, and in which all decisions are based on merit. Therefore, the organisation has adopted this policy as a means of helping to achieve these aims and objectives.

It is Positively Disabled's stated policy to treat members and volunteers equally and irrespective of their sex, marital status, civil partnership status, trans-gender status, sexual orientation, race, colour, nationality, ethnic origin, national origin, culture, religion, age, or disability.

The principles of non-discrimination and equality of opportunity also apply to the way in which everybody treats each other, including members, Committee members, committee members and volunteers, as well as outside organisations.

Recruitment

Recruitment and selection will be in accordance with objective, job-related criteria and the appointed applicant will be chosen on her/his merits and abilities. Positively Disabled will endeavour to ensure that members responsible for staff recruitment and selection do not discriminate unfairly.

All reasonably practicable steps will be taken to ensure that problems relating to access or equipment do not debar specific types of disabled members from participation in the organisation.

Human Resources Policies and Procedures

Guidance is given to staff on the implications of the equal opportunities policy and, in to those involved in the management of other members and volunteers.

The interpretation and application of all conditions of employment are intended to ensure that they are consistent with equal opportunity principles. Policies and procedures are reviewed and updated as necessary to improve, amend or adapt current practices to promote equality of opportunity.

Positively Disabled is also committed to ensuring that no policy, procedure, provision, rule, requirement, condition or criterion will be imposed on any member or volunteer without justification, if it would be likely to put that person at a disadvantage on any of the above grounds.

Monitoring

Relevant data is collected to monitor the operation of this policy. Personal details provided by employees or applicants for jobs will be kept confidentially and will not be used for any other purpose.

Harassment

It is recognised that harassment is a form of discrimination. Harassment is defined as any action that is found objectionable and offensive and threatens an employee's job security or creates an intimidating working environment. Harassment is dealt with further in our Dignity at Work Policy. Any employee who experiences sexual, racial or any other kind of harassment is encouraged to use the grievance procedure described in above policy.

Organisational Responsibilities

The Chairperson and the charities Committee members has overall responsibility for implementing and monitoring the effectiveness of this policy. The charities Committee members and its' membership are under a special obligation to promote equality of opportunity in their own areas of responsibility. All members, Committee members and volunteers have a duty under the terms of this policy neither to discriminate unfairly against or harass any other persons, nor to encourage other members to do so. Unfair discrimination or harassment by any member will result in disciplinary action, including summary dismissal, where appropriate.

Complaints

Any member who feels that s/he has been unfairly discriminated against during the full membership is invited to write to the Chairperson with details. Complaints will be fully investigated.

The Members Forum

The Committee members will seek to ensure, that the members forums take to account, the participation in those communities of North East Lincolnshire itself, and the promote its activities, which will be free from any such discrimination.

Particular regard, will therefore be paid to the venue and timing etc., of meetings so that to maximise accessibility.

25.0 ACTS AND POLICY LINKS TO THIS DOCUMENT

Anti-Bullying and Harassment Policy
Appeals Procedure Policy
Code of Ethics
Confidentiality Policy
Data Protection Policy
Equal Opportunities Policy
Equalities Policy
Protecting of Vulnerable Adults Policy
Safeguarding Policy
Volunteer Policy

CONTACT DETAILS

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