

Befriending Refugees and Asylum Seekers

(B.R.A.S.S.)

Constitution

A. Name

The name of the Organisation shall be “Befriending Refugees and Asylum Seekers”, (B.R.A.S.S.), (“the Organisation”)

B. Administration

Subject to the matters set out below, the organisation and its property shall be administered and managed in accordance with this constitution by the members of the Management Committee, constituted by Clause G of this constitution (“the Management Committee”).

C. Objects

The Organisation’s objects (“the objects”) are:

1. To advance education and relieve financial hardship amongst those seeking asylum and those granted refugee status particularly by the provision of immigration and other advice, support and training.
2. The provision of facilities for recreation or other leisure time occupation with the object of improving the conditions of life of those persons who have need of such facilities by reason of their youth, age, or disability, financial hardship or social and economic circumstances.

D. Powers

In furtherance of the objects, but not otherwise, the Management Committee may exercise the following powers:

1. Power to raise funds and to invite and receive contributions provided that in raising funds the Management Committee shall not undertake any substantial permanent trading services and shall conform to any relevant requirements of the law.
2. Power to buy and take on lease or in exchange any property necessary for the achievements of the objects and to maintain and equip it for use.
3. Power subject to any consent required by law to sell, lease or dispose of all or any part of the property of the Organisation.

4. Power to employ such staff as necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants.
5. Powers to pay trustees, as appropriate, for the supply of services.
6. Power to co-operate with other charities, voluntary bodies and statutory authorities operating if the objects and charitable purposes are similar, to exchange information and advice with them.
7. Power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects.
8. Power to appoint and constitute such advisory committees as the Management Committee may think fit.
9. Power to involve public support in helping towards better understanding of the opportunities to improve the quality of life of asylum seekers and refugees in facilitating and encouraging additional services to those already covered by the State and Voluntary Sector.
10. Power to provide the resources for good practice to be developed to ensure the well being of asylum seekers and refugees, and volunteers.
11. Powers to do all such other lawful things as are necessary for the achievement of the objects.

E. Membership

1. Membership of the Organisation shall be open to any person over the age of 18 years interested in furthering the objects.
2. Every member shall have one vote.
3. The Management Committee may by unanimous vote and for good reason terminate the membership of any individual: Provided that the individual concerned shall have the right to be heard by the Management Committee, accompanied by a friend, before a final decision is made.
4. The names of membership shall be recorded in a member's register.
5. Any individual or group who is seen to be acting in a negligent, abusive, racist, discriminatory or any other manner contrary to the aims and objectives of the Organisation, or towards any member of the Organisation, member of the public, staff or volunteer, may be suspended or dismissed from the Organisation with immediate effect, where agreed by seventy percent of the Management Committee.

F. Officers

At the Annual General Meeting of the Organisation the Management Committee shall elect from amongst them a Chair, and Treasurer, who shall hold office from the conclusion of that meeting.

G. Management Committee

1. There shall be no fewer than three, but no more than nine members of the Organisation, not under 18 years of age, elected by simple majority of those members present at the Annual General Meeting, to form a Management Committee.
2. The Management Committee shall have the power to co-opt as necessary no more than three additional members, provided that the number of members co-opted shall at no time be more than one third of the total membership of the Management Committee. Each appointment of a co-opted member shall be made at a special meeting of the Management Committee called under clause R and shall take effect from the end of that meeting unless the appointment is to fill a place which has not yet been vacated in which case the appointment shall run from the date when the post becomes vacant.
3. The proceedings of the Management Committee shall not be invalidated by any vacancy among their or by any failure to appoint or any defect in the appointment or qualification of a member.
4. Nobody shall be appointed as a member of the Management Committee who is aged under 18 or who would if appointed be disqualified under the provisions of the following clause.

H. Determination of Membership of Management Committee

A member of the Management Committee shall cease to hold office if they:

1. Are disqualified from acting as a member of the Management Committee by virtue of section 45 of the charities Act 1992 (or any statutory re-enactment or modification of that provision):
2. Become incapable by reason of mental disorder, illness or injury of managing and administering their own affairs.
3. Notify the Management Committee a wish to resign (but only if at least three members of the Management Committee will remain in office when the notice of resignation is to take effect).

I. Management Committee.

1. The Management Committee shall hold at least four ordinary meetings each year. A special meeting may be called at anytime by the Chair or by any two members of the Management Committee upon not less than 4 days' notice being given to the other members of the Management Committee of the matters to be discussed.
2. The Chair shall act as Chair at meetings of the Management Committee. If the Chair is absent from any meeting, the members of the Management Committee present shall choose one of the members to be Chair of the meeting before any other business is transacted.
3. There shall be a quorum when at least one third of the number of members of the Management Committee or three members of the Management Committee, whichever is the greater, are present at a meeting.
4. Every matter shall be determined by a majority of votes of the members of the Management Committee present, and voting on the question, but in the case of equality of votes the Chair of the meeting shall have a second or casting vote.
5. The Management Committee shall keep minutes.
6. The Management Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with the constitution.
7. The Management Committee may appoint one or more sub-committees consisting of three or more members of the Management Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Management Committee would be more conveniently undertaken or carried out by a sub-committee; provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Management Committee.

J. Receipts and expenditure

1. The funds of the Organisation, including all funding, contributions and bequests, shall be paid into an account operated by the Management Committee in the name of the Organisation at a bank that the Management Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Management Committee.
2. The funds belonging to the Organisation shall be applied only in furthering the objects.

K. Property

1. Subject to the provisions of sub-clause (2) of this clause, the Management Committee shall cause the title to:
 - a. All land held by or in trust for the Organisation which is not vested in the Official Custodian for Charities; and
 - b. All investments held by or on behalf of the Organisation; to be vested either in a corporation entitled to act as custodian trustees. Holding trustees may be removed by the Management Committee at their pleasure and shall act in accordance with the lawful directions of the Management Committee. Provided they act only in accordance with the lawful directions of the Management Committee, the holding trustees shall not be liable for the acts and defaults of its members.
2. If a corporation entitled to act as custodian trustee has not been appointed to hold the property of the Organisation, Management Committee may permit any investments held by or in trust for the organisation to be held in the name of a clearing bank, trust corporation or any stock-broking company which is a member of the internal Stock Exchange (of any subsidiary of any such stock broking company) as nominee reasonable and proper remuneration for such acting as such.

L. Accounts

The Management Committee shall comply with their obligations under the Charities Act or any statutory re-enactment or modification of that Act with regards to:

1. The keeping of accounting records for the Organisation.
2. The preparation of annual statements of account for the Organisation; and
3. The auditing or independent examination of the statements of account of the Organisation to the Commissioners.

M. Annual Report

The Management Committee shall comply with their obligations under the Charities Act or any statutory re-enactment or modification of that Act with regard to the preparation of an annual report and its transmission to the Commissioners.

N. Annual Return

The Management Committee shall comply with their obligations under the Charities Act with regard to the preparation of an annual return and its transmission to the Commissioners.

O. Annual General Meeting

1. There shall be an Annual General Meeting of the organisation that shall be held in the month of June in each year or as soon as practicable thereafter.
2. Every Annual General Meeting shall be called by the Management Committee. The Chair shall give at least 21 days notice of the Annual General Meeting to all the members of the Organisation. All the members of the Organisation shall be entitled to attend and vote at the meeting.
3. Before any other business is transacted at the Annual General Meeting the persons present shall appoint a Chair of the meetings.
4. The Management Committee shall present to each annual meeting the report and accounts of the Organisation for the preceding year.

P. Special General Meetings

The Management Committee may call a special general meeting of the Organisation at any time a notice of the meeting must state the business to be discussed.

Q. Procedure at General Meetings

1. The Treasurer or other person specially appointed by the Management Committee shall keep a full record of proceedings at every general meeting of the Organisation.
2. There shall be a quorum when of members of the Organisation present at the general meeting.

R. Alterations to the Constitution

1. Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting.
2. No amendment may be made to clause A, Clause C.
3. No amendment may be made which would have the effect of making the Organisation cease to be an Organisation at law.
4. The Management Committee should promptly send to the Charities Commission a copy of any amendment made.

T. Dissolution

If the Management Committee decides that it is necessary or advisable to dissolve the Organisation, it shall call a meeting of all members of the Organisation 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 Management Committee shall have power to realise any assets held by or on behalf of the Organisation. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions who have objects similar to the objects of the Organisation as the members of the Organisation may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or accounts and statement, for the final accounting period of the Organisation must be sent to the Commissioners.