

Constitution of the Bath Swim Therapy

1) Name

The name of the group shall be Bath Swim Therapy

2) Objects

The provision of therapeutic swimming sessions for children, young people and adults with disabilities and other special needs in Bath and the surrounding area.

3) Administration

Subject to the matters set out below, Bath Swim Therapy and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee, constituted by clause 6 of this constitution ("the Executive Committee")

4) Powers

In furtherance of the objects, but not otherwise, the Executive Committee may exercise the following powers;-

- i. to raise funds and to invite and receive contributions, provided that, in raising funds, the Executive Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of law.
- ii. to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects, or of similar charitable purposes, and to exchange non-personal information and advice with them
- iii. to establish or support any charitable trusts, associations or institutions formed for all or any of the objects
- iv. to appoint and constitute such subcommittees as the Executive Committee may think fit
- v. to do all such lawful things as are necessary for the achievements of the objects

5) Membership

- i. Membership shall be open to any person who is interested in furthering the objects and who has paid any annual subscription laid down from time to time by the Executive Committee.
- ii. No person shall be refused membership on grounds of race, colour, creed, religion, sex, sexual preference, impairment or disability.
- iii. Every member over the age of 16 years shall have one vote
- iv. At the annual general meeting of the Group, the members shall elect from amongst themselves a chairperson, secretary and a treasurer, and up to six committee members, who shall hold office from the conclusion of the meeting.

6) Executive Committee

- i. The Executive Committee shall consist of not less than three members, nor more than nine members being the honorary officers specified in the preceding clause and in addition, not more than six members
- ii. The Executive Committee may, in addition, appoint not more than 2 co-opted members, but no-one may be appointed as a co-opted member if, as a result, more than one third of the executive Committee would be co-opted members. Each appointment of a co-opted member shall be made at a special meeting of the Executive Committee called under clause 15 and shall take effect from the end of that meeting, unless the appointment is to fill a place which is not yet vacated, in which case the appointment shall run from the date when the post becomes vacant
- iii. All members of the Executive Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office, but may be re-elected or re-appointed
- iv. The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number, or by any failure to appoint, or any defect in the appointment or qualification of the membership
- v. Nobody shall be appointed as a member of the Executive Committee who is aged under 18, or who would, if appointed, be disqualified under the provision of the following clause
- vi. No person shall be entitled to act as a member of the Executive Committee, whether on a first, or subsequent entry into office, until after signing in the minutes of the Executive committee a declaration of acceptance and of willingness to act in the trusts of the Group

7) Declaration of Membership of the Executive Committee

A member of the Executive Committee shall cease to hold office if he or she ;

- i. become incapable by reason of mental disorder, illness or injury, of managing and administering his or her own affairs
- ii. be absent without the permission of the Executive Committee from all their meetings held within a period of twelve months, and the Executive Committee resolve that his or her office be vacated
- iii. notifies to the Executive Committee a wish to resign

8) Executive Committee members shall not be personally interested

- i. No member of the Executive Committee shall acquire any interest in property belonging to the Group (otherwise than as a trustee for the Group) or receive remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committees

9) Meetings and Proceedings of the Executive Committee

- i. The Executive Committee shall hold at least one ordinary meeting each year. A special meeting may be called at any time by the chairperson, or by any two members of the Executive Committee upon not less than 4 days notice being given to the other members of the Executive Committee of the matters to be discussed.
- ii. If the chairperson is absent from any meeting, the members of the Executive Committee present shall choose one of their number to be chairperson of the meeting before any other business is transacted.
- iii. There shall be a quorum when at least one third of the numbers of the members of the Executive Committee for the time being, or two members of the Executive Committee, whichever is the greater, are present at the meeting
- iv. Every matter shall be determined by a majority of votes of the members of the Executive present and voting on the question, but, in the case of equality of votes, the chairperson shall have a second or casting vote.
- v. The Executive shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Executive Committee and any sub-committee
- vi. The Executive Committee shall, 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 shall be made which is inconsistent with this constitution
- vii. The Executive may appoint one or more sub-committees for the purpose of running a project, making any enquiry, or supervising or performing any function or duty which, in the opinion of the Executive committee, would be more conveniently undertaken or carried out by a sub-committee, provided that all acts and proceedings of any such sub-committee shall be fully, and promptly, reported to the Executive Committee.

10) Receipts and Expenditures

- i. The funds of the group, including all donations, contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of the group, at such a bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Executive committee
- ii. The funds belonging to the group shall be applied only in furthering the objects

11) Accounts

The Executive Committee shall keep accounting records and prepare an annual statement to be presented to the Annual General Meeting.

12) Annual Report

The Executive Committee shall prepare an annual report to be presented at the Annual General Meeting

13) Annual General Meeting

- i. There shall be an annual general meeting of the group, which shall be held in the month of January each year, or as soon as practicable thereafter
- ii. Every annual general meeting shall be called by the Executive Committee, giving at least 21

days notice to all members of the group. All members of the group shall be entitled to vote at the meeting

- iii. Before any business is transacted at the annual general meeting, the persons present shall appoint a chairperson of the meeting. The chairperson shall be the chairperson of subsequent annual general meetings, but if he or she is not present, before any other business is transacted, the persons shall appoint a chairperson of the meeting
- iv. The Executive Committee shall present to each annual general meeting the report and accounts of the group for the preceding year.
- v. Nominations for election to the Executive should be made by members of the group to the secretary of the Executive Committee before the start of the annual general meeting, though nominations will be accepted at the time of the meeting provided the nominees are present at the Meeting. Should nominations exceed vacancies, election shall be by ballot

14) Special General Meetings

- i. The Executive Committee may call a special general meeting of the group at any time.
- ii. If at least six members request such a meeting in writing stating the business to be considered, the secretary shall call such a meeting.
- iii. At least 21 days notice of a special general meeting must be given, and the notice must state the business to be discussed.

15) Procedure at Special General Meetings

- i. The secretary or other person specially appointed by the Executive Committee shall keep full record of proceedings at every general meeting of the group
- ii. Every matter shall be determined by a majority of votes of those present and voting on the question, but, in the case of equality of votes, the chairperson shall have a second or casting vote.

16) Notices

Any notices required to be served on any member of the group shall be in writing and served by the secretary or the Executive Committee on any member either personally, by email to his or her last known email address, or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any email or letter so sent shall be deemed to have been received within 10 days of sending

17) Alterations to the Constitution

The Constitution may only be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of resolution, setting out the terms of the alteration proposed

18) Dissolution

If the Executive Committee decides that it is necessary or advisable to dissolve the group, it shall call a meeting of all members of the group, 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 Executive shall have power to realize any assets held by or on behalf of the group. Any assets remaining after the satisfaction of any proper debts and liabilities shall be returned to specific funders, as decreed by their funding, or shared between any appropriate charity or voluntary community groups, whose objectives most closely match those of the Association.

Adopted at Inaugural Meeting held on March 21st 2011