

Small Charity Constitution

Suitable for small charities with an annual income under £5,000 that don't own a building or employ people and do not intend to register with the Charity Commission.

1. Name.

The charity's name is (The Charity)

2. The purposes of the charity are:

- a) To maintain the pre-established Suffolk library known as XXXXX Library (the "Library") for the benefit of the public;
- b) To promote the Library for the benefit of the public by the maintenance of the Library;
- c) To advance education by the maintenance of the Library;
- d) To support library staff in Suffolk including at the Library;
- e) To promote the use of libraries in general for the benefit of the public by:-
 - i) developing co-operation between libraries and their communities;
 - ii) facilitating communication between local people and their local library;
 - iii) encouraging the use of the libraries by under represented groups;
 - iv) helping to recruit and organise volunteers for specific purposes to support the Library;
 - v) fundraising, obtaining sponsorship and donations;
 - vi) helping to safeguard the future of libraries and develop innovations in service delivery.

3. Trustees

The charity shall be managed by a committee of trustees, aged 18 or over, who are appointed as follows:

- a) Up to 7 trustees at the Annual General Meeting (AGM) of the Charity;

[NOTE: YOU CAN DECIDE AND AGREE A DIFFERENT NUMBER IF APPROPRIATE]

- b) A library staff member. This will be The Library Manager, unless a different staff member is appointed by Suffolk Libraries IPS Limited.
- c) Up to 2 trustees by xxxxxx Parish/Town Councils. **[DELETE IF NOT APPLICABLE]**
- d) During the year, the trustees appointed under A – C may co-opt up to 2 additional trustees, which they may choose to do in order to address a skills gap and / or increase the diversity of the trustees. They will stand down at the next AGM. **[THIS IS A SUGGESTED NEW CLAUSE WHICH WE'VE ADDED TO ALLOW GROUPS THE FLEXIBILITY TO CO-OPT TRUSTEES DURING THE YEAR. NOTE THAT TRUSTEES OF THIS TYPE OF CHARITY MUST BE AGED 18 OR OVER]**

4. Carrying out the purposes

In order to carry out the charitable purposes, the trustees have the power to:

- a) raise funds, receive grants and donations
- b) apply funds to carry out the work of the charity
- c) co-operate with and support other charities with similar purposes
- d) do anything which is lawful and necessary to achieve the purposes

5. Membership

The charity shall have a membership. People who support the work of the Charity and are aged 18 or over **[GROUPS MAY WISH TO REDUCE THIS TO 16 TO INCREASE DIVERSITY WITHIN THEIR MEMBERSHIP – ALTHOUGH MEMBERS UNDER THE AGE OF 18 CANNOT BECOME TRUSTEES AND ARE NOT ABLE TO VOTE IN BALLOTS OF THE MEMBERSHIP, FOR EXAMPLE, WHEN TRUSTEES ARE ELECTED]**, can apply to the trustees to become a member if they hold a Suffolk Libraries Card and are a regular user of the Library.

An organisation that supports the work of the Charity and operates in the area of the Library can also apply to become a member.

The trustees may only refuse membership if, acting reasonably and properly, they consider it to be in the best interest of the Charity to refuse membership.

Once accepted by the trustees, membership lasts for 3 years and may be renewed. The trustees will keep an up-to-date membership list.

[YOU MAY WANT TO AMEND THE MEMBERSHIP DURATION. 3 YEARS WOULD MEAN THAT SOMEONE HAS TO ADMINISTER IT AND KEEP TRACK OF WHEN MEMBERSHIP IS DUE FOR RENEWAL. YOU COULD INSTEAD MAKE IT 1 YEAR WITH EVERYONE’S MEMBERSHIP BEING DUE FOR RENEWAL AT THE AGM. OR, EVEN EASIER, YOU COULD MAKE IT INDEFINITE AND SAY ‘YOUR MEMBERSHIP CONTINUES UNTIL YOU INFORM US YOU NO LONGER WISH TO BE A MEMBER OF THE CHARITY’]

Membership is terminated if the individual dies or the organisation ceases to exist or the member resigns in writing to the Charity.

The trustees may remove a person’s membership if they believe it is in the best interests of the Charity. The member has the right to be heard by the trustees before the decision is made and can be accompanied by a friend.

Any organisation that is a member of the Charity may nominate any person to act as its representative at any meeting of the Charity. The organisation must give written notice to the Charity of its representative and this will continue in force until rescinded in writing or the organisation ceases to be a member.

AN ALTERNATIVE APPROACH TO MEMBERSHIP, WHICH MAKES THINGS MUCH SIMILAR, IS TO NOT HAVE A MEMBERSHIP SCHEME AT ALL BUT INSTEAD, DEFINITE IN THIS CONSTITUTION WHO IS AUTOMATICALLY CLASSED AS A MEMBER. IF YOU DECIDE TO GO DOWN THIS ROUTE, A SUGGESTED WORDING FOR THIS SECTION IS AS FOLLOWS:

The charity shall have a membership. A member is defined as a person who holds a valid Suffolk Libraries card and is a regular customer of [name of library].

A regular customer is defined as a person who has visited [name of library] and used the services provided by the library at least 4 times during the period 12 months **(TRUSTEES CAN DECIDE ON WHAT PARAMETERS TO INCLUDE HERE)**

The trustees may refuse membership if, acting reasonably and properly, they consider it to be in the best interest of the Charity to do so.

The trustees may remove a person's membership if they believe it is in the best interests of the Charity. The member has the right to be heard by the trustees before the decision is made and can be accompanied by a friend.

6. Annual General Meeting - AGM

- a) The AGM must be held every year, with 14-days-notice given to all members telling them what is on the agenda. Minutes must be kept of the AGM.
- b) There must be at least 3 members present at the AGM.
- c) Every member has one vote.
- d) The trustees shall present the annual report and accounts.
- e) Any member may stand for election as a trustee providing they are aged 18 years or over.
- f) Members will elect one trustee (who cannot be employed by Suffolk Libraries IPS Limited) who will also serve as the Charity's representative at meetings of Suffolk's Libraries IPS Limited. They will retire at the next AGM but may stand for re-election.

[NOTE: F) WAS IN THE ORIGINAL CONSTITUTION, BUT THIS IS NO LONGER NECESSARY AS WE WILL WRITE TO THE SECRECY OF EACH GROUP ABOUT ANY VOTE, UNLESS INSTRUCTED OTHERWISE – THEREOFRE THIS CLAUSE CAN BE REMOVED AND THE CLAUSES RELETTERED]

- g) Members shall elect between 2 and 7 trustees to serve for the next year. They will retire at the next AGM but may stand for re-election.
- h) General Meetings including the AGM shall be chaired by the person elected chair by the trustees.

[NOTE: WE SUGGEST THAT YOU MIGHT WANT TO ADD A CLAUSE TO ENABLE YOU TO HOLD GENERAL MEETINGS ONLINE IN FUTURE, WHICH MIGHT READ SOMETHING LIKE, "GENERAL MEETINGS, INCLUDING THE AGM, CAN BE HELD 'VIRTUALLY' USING A PLATFORM WHICH ENABLES THE ATTENDEES TO INTERACT, WHERE CIRCUMSTANCES MEAN THAT IT IS NOT POSSIBLE TO HOLD A PHYSICAL MEETING"]

7. Trustee meetings

- a) Trustees must hold at least 3 meetings each year. At their first meeting after the AGM they will elect a chair, treasurer and secretary. Trustees may act by majority decision.
- b) At least 3 trustees must be present at the meeting to be able to take decisions. Minutes shall be kept for every meeting.
- c) If trustees have a conflict of interest they must declare it and leave the meeting while this matter is being discussed or decided.

d) The trustees may make reasonable additional rules to help run the charity. These rules must not conflict with this constitution or the law.

8. Money and property

- a) Money and property must only be used for the charity's purposes.
- b) Trustees must keep accounts. The most recent annual accounts can be seen by anybody on request.
- c) Trustees cannot receive any money or property from the charity, except to refund reasonable out of pocket expenses.
- d) Money must be held in the charity's bank account. All cheques must be signed by 2 trustees.

9. General meetings

If the Trustees consider it is necessary to change the constitution, or wind up the charity, they must call a General Meeting so that the membership can make the decision. Trustees must also call a General Meeting if they receive a written request from the majority of members. All members must be given 14 days-notice and told the reason for the meeting. All decisions require a two thirds majority. Minutes must be kept.

- a) **Winding up** - any money or property remaining after payment of debts must be given to a charity with similar purposes to this one.
- b) **Changes to the Constitution** - can be made at AGMs or General Meetings. No change can be made that would make the organisation no longer a charity.
- c) **General Meeting** - called on written request from a majority of members.
- d) Trustees may also call a General Meeting to consult the membership

10 Setting up the charity

This constitution was adopted on _____ by the people whose signatures appear below.

They will be the trustees until the AGM, which must be held within one year of this date.

Signed Print name and address

[NOTE: ALTHOUGH IT IS GOOD PRACTICE, I DON'T THINK THERE'S NECESSARILY A NEED TO GET EVERY TRUSTEE WHO JOINS TO SIGN THE CONSTITUTION – OR FOR EVERY TRUSTEE TO SIGN THE CONSTITUTION WHENEVER IT'S CHANGED. HOWEVER, TRUSTEES MUST ALL HAVE AN UP TO DATE COPY OF YOUR CONSTITUTION AND IT SHOULD BE MINUTED THAT THEY AGREE TO ADOPT IT ALONG WITH ANY CHANGES. THE KEY THING IS TO HAVE A RECORD THAT THE TRUSTEES AGREE THE CONSTITUTION AND ANY CHANGES MADE TO IT]