

CARP Constitution

adopted on 13 December 2005

A Name

Carnforth and Area Regeneration Partnership (CARP)

B Administration

Subject to the matters set out below the Partnership and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee, constituted by clause **G** of this constitution.

C Objects

The Partnership's objects are:

- (1) To promote the benefit of those who live and work in Carnforth and surrounding areas (hereinafter called the area of benefit), primarily but not exclusively by the advancement of education, the preservation of good health, the protection and enhancement of the environment, the promotion of economic development, the provision or assistance in the provision of facilities in the interests of social welfare for recreation and leisure time occupation with the object of improving the conditions of life for the said inhabitants;
- (2) In furtherance of the said purposes but not otherwise, to promote and organize co-operation in the achievement of the same and to that end to bring together representatives of voluntary organisations, statutory authorities, and the private sector within the said area of benefit.
- (3) The partnership will allocate of funds received through, but not exclusively, under the Market Town Initiative and received from North West Development Agency. This will be carried out through the offices of and with the support of Lancaster City Council as accountable body.

D Powers

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

- (i) powers 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 the law;
- (ii) power to co-operate with other organisations, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
- (iii) power to establish or support any charitable trusts, associations, companies or institutions formed for all or any of the objects;
- (iv) power to do all such other lawful things as are necessary for the achievement of the objects.
- (v) power to co-operate with Lancaster City Council with regard to the allocation of funds under the MTI programme and any other funding opportunity which is deemed appropriate to the delivery of the Partnership objectives, in its role as accountable body in accordance with any Memorandum of Understanding drawn up.

E Membership

- (1) Membership of the Partnership shall be open to:
 - (i) individuals (over the age of 18 years) who are interested in furthering the work of the Partnership and who have paid any annual subscription laid down from time to time by the Executive Committee, and
 - (ii) any body corporate or unincorporated association which is interested in furthering the Partnership's work and has paid any annual subscription (any such body being called in this constitution a 'member organisation').
- (2) Every member shall have one vote.
- (3) Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of the Partnership; and may appoint an substitute to replace its appointed representative at any meeting of the Partnership if the appointed representative is unable to attend.

- (4) Each member organisation shall notify the name of the representative appointed by it (and of any substitute) to the secretary. If the representative or alternate resigns from, or otherwise leaves, the member organisation he or she shall forthwith cease to be the representative of the member organisation.
- (5) The Executive Committee may unanimously and for good reason terminate the membership of any member: provided that the member organisation concerned shall have the right to be heard by the Executive Committee and accompanied if they wish, before a final decision is made.

F Election of Officers

At the annual general meeting of the Partnership the members shall elect from amongst themselves a chairman, vice chairman, a secretary and a treasurer, who shall hold office from the conclusion of that meeting.

G Executive Committee

- (1) The Executive Committee shall consist of not less than 6 members nor more than 14 members consisting of
 - (a) the elected officers specified in clause F.
 - (b) not less than 2 and not more than 10 members elected at the annual general meeting who shall hold office from the conclusion of that meeting;
- (2) The Executive Committee may in addition appoint not more than 4 Executive members, who shall retire at the next subsequent annual general meeting.
- (3) One third of the committee shall retire each year but can stand for re-election .If any of the posts of Honorary Officer fall vacant during the year, the Executive Committee may appoint one of their members to fill the post until the next AGM.
- (4) The proceedings of the Executive Committee shall not be invalidated by a vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- (5) 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 provisions of the following clause.

- (6) No person shall be entitled to act as a member of the Executive Committee whether on a first or on any subsequent entry into office until after signing in the minute book of the Executive Committee a declaration of acceptance and of willingness to act in the trusts of the Partnership and agrees to abide by the Code of Practice as set out in Criteria for Projects
- (7) The CARP Executive will have the powers to co-opt relevant parties who may provide assistance in the delivery of the Partnerships objectives but who would be unable to sit as Executive Board Members. This could include the Ward councillors, Cabinet Members of Lancaster City Council, Officers of Lancaster City Council or other public or private bodies as seen fit by CARP Executive.

H Determination of Membership of Executive Committee

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

- (2) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- (3) is absent without permission of the Executive Committee from 3 consecutive meeting and the Executive Committee resolve that his or her office be vacated; or
- (4) notifies to the Executive Committee a wish to resign (but only if at least four members of the Executive Committee will remain in office when the notice of resignation is to take effect).

I Executive Committee Members not to be personally interested

- (1) No member of the Executive Committee shall receive remuneration and must declare any interest in any project considered by the Executive Committee.

J Meetings and proceedings of the Executive Committee

- (1) The Executive Committee shall meet at least once every three months. A special meeting may be called at any time by the chairman 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 but if the matters include an appointment of a co-opted member or termination of a membership then not less than 14 days' notice must be given.

- (2) The chairman or the Vice Chair if Chairman is absent shall act as a chairman at meetings of the Executive Committee. If the chairman and vice chairman are absent from any meeting, the members of the Executive Committee present shall choose one of their number to be chairman of the meeting before any other business is transacted, for the duration of that meeting only.
- (3) There shall be a quorum when at least one elected Officer and four members of the Executive Committee, are present at a meeting, convened in accordance with this constitution.
- (4) Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote.
- (5) The Executive Committee shall keep minutes, for the purpose, of recording the proceedings at meetings of the Executive Committee and any sub-committee.
- (6) The Executive 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 this constitution.
- (7) The Executive Committee may appoint one or more sub-committees consisting of three or more members of the Executive Committee for the purpose of making any inquiry 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. These may make decisions within the powers that are delegated to them. The Executive has the power to Co-opt non – executive members on to sub-committees with at least one Exec member to look at specific issues and report back to executive committee. These may not make decisions and are advisory.
- (8) Any member of the partnership may attend a CARP Executive meeting by giving the Chair a minimum of 7 days notice. The member will attend in an observer role and may not participate in decisions of the Executive.

K Receipts and expenditure

- (1) The funds of the Partnership, including all donations contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of the Partnership at such 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, who shall not be related to, or live with each other.
- (2) The funds belonging to the Partnership shall be applied only in pursuit of furthering the objects as set out in Section C above.
- (3) This shall exclude any expenditure and funding transactions for which Lancaster City Council is the Accountable Body. Such transactions will be identified separately within the City Councils Accounts to enable a clear audit trail.

M Accounts

The executive committee shall provide audited annual accounts to the AGM. The AGM shall ensure that an auditor is appointed for the year.

N Annual Report

The executive committee shall provide an annual report to the AGM

P General Meetings

There shall be at least 2 general meetings each year, additional to the Annual General Meeting. Every general meeting shall be called by the Executive Committee. The secretary shall give at least 21 days' notice of the general meeting, to all the members of the Partnership. All the members of the Partnership shall be entitled to attend and vote.

Q Annual General Meeting

- (1) There shall be an annual general meeting of the Partnership which shall be held in the month of May in each year .

- (2) Every annual general meeting shall be called by the Executive Committee. The secretary shall give at least 21 days' notice of the annual general meeting to all the members of the Partnership. All the members of the Partnership shall be entitled to attend and vote at the meeting.
- (3) Before any other business is transacted at the first annual general meeting the persons present shall appoint a chairman of the meeting. The chairman of the executive committee shall be the chairman of subsequent annual general meetings, but if he or she is not present, before any other business is transacted, the Vice-Chairman shall preside, if not the persons present shall appoint a chairman of the meeting.
- (4) The Executive committee shall present to each annual general meeting the report and accounts of the Partnership for the preceding year.
- (5) Nominations for election to the Executive committee must be made by members of the Partnership in writing and must be in the hands of the secretary of the Executive Committee at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by secret ballot.
- (6) In the event that not enough nominations have been received prior to the meeting the Chair has the power to receive nominations from the floor during the meeting.

R Extra Ordinary General Meetings

1) The Executive Committee may call an extra ordinary special general meeting of the Partnership at any time.

2) If at least ten members of the Partnership request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

S Procedure at General Meetings

- (1) The secretary or person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of the Partnership.

- (2) There shall be a quorum when at least one tenth of the number of members of the Partnership for the time being or ten members of the Partnership, whichever is greater, are present at any general meeting.

T Notices

Any notice required to be served on any member of the Partnership shall be in writing and shall be served by the secretary or the Executive committee on any member either personally 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 letter so sent shall be deemed to have been received within 10 days of posting.

U 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. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.
- (2) During the Operation of the MTI Funds which Lancaster City Council act as the Accountable Body all alterations to the constitution will be checked with Lancaster City Council prior to being proposed to the full Partnership.

V Dissolution

If the Executive Committee decides that it is necessary or advisable to dissolve the Partnership it shall call a meeting of all members of the Partnership, 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 Committee shall have power to realise any assets held by or on behalf of the Partnership. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the objects of the Partnership as the members of the Partnership may determine or failing that shall be applied for some charitable purpose.

Signed

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