

Regulations for Trustees

These regulations, defined under clause 8 of the constitution, were adopted by the trustees on June 4th and are in effect, subject to review by a General Meeting.

1 Membership of the Charity

- a) The Trustees must keep a register of names and addresses of the members which must be made available to any member upon request.
- b) Applications for membership shall be by Notice to a Trustee.
- c) Any voluntary organisation or statutory authority wishing to appoint a Member must give Notice to a Trustee of the name of its representative. Such Notice shall be conclusive evidence that the nominee is entitled to represent the organisation and shall thereby terminate the membership of any previously appointed representative.

2 Notice

- a) Any notice required by the Constitution or by these regulations to be given to or by any person must be in writing or by email.
- b) A notice shall be deemed to be given when it is given by hand or 24 hours after it was sent by email or 48 hours after it was posted.

3 Meetings

- a) The Secretary who calls, administers and minutes meetings is:
 - i) the Honorary Secretary if that office exists; or
 - ii) a Trustee or other person assigned by the Trustees to call and attend meetings in that role; or
 - iii) by default, the Honorary Chairperson
- b) A meeting is not properly convened and cannot make decisions unless at least three quarters of everyone entitled to vote were invited to attend and a sufficient period of notice was given and a quorum exists.
- c) Invitation is by written Notice as in clause 2 above specifying date, time and place of the meeting. Notice may be given in the form of minutes of a previous meeting containing the date, time and place of this meeting. Anyone who attends or apologises is deemed to have been invited.
- d) The participants may resolve that a meeting shall be adjourned to complete its agenda provided that the meeting sets the date, time and place at which it is to be re-convened

4 General Meetings

- a) All members of the Charity should be invited.
 - i) Notice must specify the general nature of the business to be transacted.
 - ii) The minimum period of notice required is fourteen clear days, i.e. not including the day of the meeting or the day that notice was deemed to be given.
 - iii) If the meeting is to be an AGM, notice must include the draft annual report and draft annual accounts.
- b) The business and agenda of an AGM shall include:
 - i) adoption of the previous minutes,
 - ii) confirmation of register of members,
 - iii) consideration of the draft annual report to Charity Commission
 - iv) consideration of the draft annual accounts
 - v) approval of budget for the next year
 - vi) election of trustees including election of honorary officers and re-election or re-appointment of retiring trustees,
 - vii) appointment of one representative of day care volunteers and one representative day care clients, and
- c) General meetings shall be chaired by the Chairperson.
 - i) If the Chairperson is not present within fifteen minutes of the time appointed for the meeting the Vice-chairperson or other Honorary Officer shall chair the meeting.
 - ii) If no Honorary Officer is present and willing to chair the meeting within fifteen minutes after the time appointed for holding it, the members present and entitled to vote must choose one of their number to chair the meeting.
- d) Except for changes to the Constitution all resolutions shall be by simple majority of the members present.

5 Trustee Proceedings

- a) The current charity Trustees are as listed in annex A to these regulations.
- b) The Trustees may regulate their proceedings as they think fit, subject to the provisions of the Constitution.
- c) The business of the Charity may be conducted by the circulation of papers or by email.
 - i) Correspondence should be copied to all Trustees having an interest in the topic.
 - ii) Proposals and decisions may be made by email copied to all parties with the right to vote and may be effected immediately provided that they shall be confirmed in the minutes of the next Executive Committee Meeting.
- d) All expenditure by the charity should be in accordance with a previously agreed budget that is subject to quarterly review by the Trustees

6 Meetings of the Executive Committee

- a) Any Trustee may call a meeting of the Executive Committee or instruct the secretary to call the meeting.
 - i) All Trustees should be invited
 - ii) Notice should include venue and draft agenda for the meeting.
 - iii) The usual period of notice required is ten clear days (except where greater urgency can be demonstrated).
 - iv) Documents for consideration should usually be circulated three clear days before the meeting
 - v) The agenda must include adoption and signature of the minutes of the previous meeting
 - vi) A quorum is one more than the number nearest one third of the current total number of trustees (currently 3)
- b) Minutes should be drafted and distributed to all Trustees promptly after the meeting (normally within seven days)
 - i) Minutes shall record date, time and place; who was present; approval of and matters arising from previous minutes; precise wording of any formal proposal and names of proposer and who seconded; actions required; date and time of next meeting(s).

- ii) When non-trustees attend under clause d) the minutes shall record the items attended and in what capacity.
- iii) [Hereafter] A minute book shall be safely stored for the existence of the Charity to contain the signed paper copy of all minutes. In order that missing pages may be detected, meetings should be sequentially numbered and so should pages within minutes.
- c) A Trustee may not appoint anyone to act on his or her behalf.
- d) Non-Trustees may be invited by agreement of all trustees to attend and assist in meetings provided they cannot vote and are not included in the quorum and generally attend only for relevant agenda items. Such attendance is clearly recorded in calling notices and minutes.
- e) The person elected as the Chairperson shall chair meetings of the Trustees. If the Chair is unwilling to preside or is not present within ten minutes after the time appointed for the meeting, the Trustees present may appoint one of their number to chair that meeting.
- f) Questions arising at a meeting must be decided by a majority of votes.
 - i) In the case of an equality of votes, the person who chairs the meeting shall have a second or casting vote.
 - ii) Decisions reached at a meeting are collective decisions and the decision is binding upon all charity trustees.
 - iii) Formal proposals such as appointments shall be proposed and seconded. Otherwise decisions, approvals and agreement to documents may be determined by the chair requesting a verbal agreement or show of hands.

7 Committee Meetings

- a) Under the constitution, the Executive Committee may delegate work to a Committee of at least two Trustees and no more than one Non-Trustee of whom one Trustee shall be nominated as rapporteur.
 - i) Committees may meet as and when needed and/or pursue their work by email. Provided that consensus is maintained, meetings need not be formal and the committee's outputs may be recorded in minutes and/or written reports.
 - ii) A committee of three trustees may co-opt one non-trustee
 - iii) All acts and proceedings of any committees must be fully and promptly reported to the Executive Committee, usually by email within 7 days.

- iv) Decisions and recommendations of all committees are subject to approval and confirmation by the Executive Committee based on a consolidated report of progress since the previous Executive Committee Meeting.
- v) Committees must not incur any expenses on behalf of the Trustees except in accordance with a specific budget for that committee's role.
- b) The standing committees are as listed in annex B to these regulations.

8 Records and Reports

- a) The Trustees must keep records of all:
 - i) proceedings at general meetings and Executive Committee meetings including: the names of those present, the decisions made, and where appropriate the reasons for the decisions;
 - ii) One signed paper copy of such minutes should be filed in the "minute book", which is in the form of a collection of clearly titled and numbered loose leaf papers.
 - iii) appointments and current lists of members, Officers and Trustees.
- b) Copies of Minutes of meetings shall be accessible on demand to current members and trustees. Minutes of General meetings shall be accessible to all members and trustees of the charity. Minutes of Executive Committee shall be accessible only to current trustees. Minutes may be held on PC or website provided such access is secured.

Annex A – Trustees

As at 4th June 2010

Mr Bob Pennell	Chairperson, appointed 4 June 2010 to replace Mrs Barbara Knight
Mrs Eve Marshall	Vice-chairperson, re-elected at 2009 AGM
Mrs Kerry Edwards	Treasurer, elected at 2009 AGM
Mr Allan Emmett	re-elected at 2009 AGM
Revd Jane Manley	re-appointed 28 April 2010 to replace Mr Maurice Alston
Vacancies	Representative of day centre volunteers (following resignation of Janet Thomas) one Co-optee under clause 7e) of constitution

The trustees number 5

The quorum for a meeting of Executive Committee is 3

Annex B - Regular Committees

GOVERNANCE

To ensure an efficient and cost effective structure and regulations for governance of the charity. This includes:

- compliance with laws and regulations (note annex B),
- roles and responsibilities of trustees, staff and volunteers including job descriptions and reporting lines,
- roles and structure of committees,
- regulations over administration of meetings and minutes, records and reports,
- regulations over elections, appointments, registration, engagements and co-operation with other bodies,
- quality and standards.

FINANCE AND OPERATIONS

To continuously monitor and ensure the standard and efficiency of current operations and cash flow, to control risks and ensure they stay within agreed budgets. This includes:

- risk review, health & safety, insurance
- budgets and contingencies
- management and accounting
- day care, toenails and projects
- authorising expenditure within budgets set by executive committee

FUNDRAISING

To identify and pursue fundraising opportunities. This includes:

- grants bidding, legacies, donations, events
- sponsors, friends, supporters of beneficiaries
- effectiveness of cost and effort for fundraising activities
- co-operation to save costs or win bids

MARKETING AND PUBLICITY

To ensure our products and services are charitable, well advertised and make a real difference to the needs of older and elderly people. This includes:

- survey of needs and impacts
- evaluation of competition, our unique qualities, relative value and pricing
- targeting and selection of beneficiaries (including ongoing selection)
- services including day care, toenails, transport and handyman
- information, signposting and advocacy (NB advocacy is not insured!)
- projects including hampers, care day, and outings
- sales including insurance and Christmas cards
- newspapers, website, newsletters, email, public meetings and events
- networking, liaisons, ambassadors, contacts and patrons