



## **The Suffolk Parent Carer Forum Constitution**

Suffolk Parent Carer Forum and its money will be administered and managed in accordance with the provisions in this constitution. Adoption of this constitution is from the date it is signed. This constitution sets out the rules by which the Suffolk Parent Carer Forum will be governed. These are legally binding on the members.

### **The Name**

The name of the organisation is Suffolk Parent Carer Forum, also known as SPCF.

### **The Aims and Objectives**

- To be the strategic consultative body within Suffolk representing families of children and young people with special/additional needs and/or disabilities, providing a liaison point for Statutory and Voluntary Agencies within Suffolk. This will be achieved by providing Parent Carer Representatives to work in co-production with local services.
- To consult with and inform our membership with a view to ensuring that all children and young people in Suffolk with special/additional needs and/or disabilities meet their full potential and achieve the best possible outcomes.

### **Powers**

In furtherance of the aims and objectives the group may:

1. Employ and remunerate staff.
2. Raise funds by any lawful means except permanent trading.
3. Accept gifts and donations for the organisation.
4. Do anything else within the law which is necessary for the group to carry out their aims and objectives.

### **Application of the income**

The income and property of the organisation shall be applied solely towards the promotion of the objects.

## **Membership**

1. **Full Membership** is open to family members and carers of any child or young adult with special and/or additional needs, up to the age of 25 years and who live in or receive services Suffolk. Parent carers of post 25 years and bereaved members may remain Full Members, however, they will not be eligible for funded activities.
2. **Associate Membership** will be open to those individuals who are not eligible for Full Membership but wish to support the work of SPCF. This membership will have no voting rights. Associate Members will be kept up to date by SPCF's newsletter and will be able to attend Open Meetings and meetings that the Management Committee deem appropriate.
3. There will also be an **Affiliate Membership** for practitioners, within both the Voluntary and Statutory sectors. This membership will have no voting rights, but will be kept up to date by receiving information and will be able to attend Open Meetings.
4. Membership is not transferable, except in the event of the SPCF dissolving and a new Parent Carer Forum is acknowledged by Contact.
5. (5.a) The Management Committee may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of the organisation to refuse the application.  
(5.b) The Management Committee must inform the applicant in writing of the reasons for the refusal within twenty-one days of the decision.  
(5.c) The Management Committee must consider any written representations the applicant may make about the decision. The trustees' decision following any written representations must be notified to the applicant in writing but shall be final.
6. Management Committee members must keep a register of members, either in a written form or held on computer, and will ensure compliance with Data Protection Act 1988.
7. Only Full Members are entitled to vote; each Full Member has one vote.
8. If the Management Committee considers that any member's conduct is in any way harmful to the aims and objectives of SPCF the Management Committee will reserve the right to terminate membership with immediate effect.
9. Any member may request to be removed from the register at any time and will no longer receive the newsletters.

## **Termination of membership**

Membership is terminated if:

1. the member dies or, if it is an organisation, ceases to exist;
2. the member resigns by written notice to the organisation unless, after the resignation, there would be less than two members;
3. any sum due from the member to the organisation is not paid in full within six months of it falling due.
4. the member is removed from membership by a resolution of the Management Committee that it is in the best interests of the organisation that his or her membership is terminated during which time use of the SPCF social media pages will be suspended.

A resolution to remove a member from membership may only be passed if:

- (4.a) the member has been given at least twenty-one days' notice in writing of the meeting of the Management Committee at which the resolution will be proposed and the reasons why it is to be proposed;
- (4.b) the member or, at the option of the member, the member's representative (who need not be a member of the organisation) has been allowed to make representations to the meeting.

### **General meetings**

1. The Organisation must hold a general meeting within twelve months of the date of the adoption of this constitution.
2. An annual general meeting must be held in each subsequent year and not more than fifteen months may elapse between successive annual general meetings.
3. All general meetings other than annual general meetings shall be called special general meetings.
4. The Management Committee may call a special general meeting at any time.
5. The Management Committee must call a special general meeting if requested to do so in writing by at least ten members or one tenth of the membership, whichever is the greater. The request must state the nature of the business that is to be discussed. If the Management Committee fails to hold the meeting within twenty-eight days of the request, the members may proceed to call a special general meeting but in doing so they must comply with the provisions of this constitution.

### **Notice**

1. The minimum period of notice required to hold any general meeting of the organisation is fourteen clear days from the date on which the notice is deemed to have been given.
2. A general meeting may be called by shorter notice, if it is so agreed by 25% of the members entitled to attend and vote.
3. The notice must specify the date, time and place of the meeting, and the general nature of the business to be transacted. If the meeting is to be an annual general meeting, the notice must say so.
4. The notice must be given to all the members and to the Management Committee members.

### **Quorum**

1. No business shall be transacted at any general meeting unless a quorum is present.
2. A quorum is:
  - (a) SPCF members entitled to vote upon the business to be conducted at the meeting;
  - or**
  - (b) one tenth of the total membership at the time, whichever is the greater
3. The authorised representative of a member organisation shall be counted in the quorum.
4. The meeting shall be adjourned to such time and place as the Management Committee shall determine if:

- (a) a quorum is not present within half an hour from the time appointed for the meeting;  
**or**  
(b) during a meeting a quorum ceases to be present,

5. The Management Committee must re-convene the meeting, and must give at least seven clear days' notice of the re-convened meeting stating the date/time and place of the meeting.

6. If no quorum is present at the re-convened meeting within fifteen minutes of the time specified for the start of the meeting, the members present at that time shall constitute the quorum for that meeting.

### **Chair**

1. General meetings shall be chaired by the person who has been elected as Chair.

2. If there is no such person or he or she is not present within fifteen minutes of the time appointed for the meeting, a trustee nominated by the trustees shall chair the meeting.

3. If there is only one Management Committee member present and willing to act, he or she shall chair the meeting.

4. If no Management Committee member 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.

### **Adjournments**

1. The members present at a meeting may resolve that the meeting shall be adjourned.

2. The person who is chairing the meeting must decide the date time and place at which meeting is to be re-convened unless those details are specified in the resolution.

3. No business shall be conducted at an adjourned meeting unless it could properly have been conducted at the meeting had the adjournment not taken place.

4. If a meeting is adjourned by a resolution of the members for more than seven days, at least seven clear days' notice shall be given of the re-convened meeting stating the date, time and place of the meeting.

### **Votes**

Each member shall have one vote, but if there is an equality of votes the person who is chairing the meeting shall have a casting vote in addition to any other vote he or she may have.

### **Officers and Management Committee members**

1. The organisation and its property shall be managed and administered by a Management Committee comprising the officers and other members elected in accordance with this constitution. The officers and other members of the Committee shall be the Management Committee.

2. The Organisation shall have the following officers:

- A chair
- A vice chair
- A treasurer (Financial Coordinator)

- An administrator (Business Support Coordinator)
3. A Management Committee member must be a member of the organisation
  4. No one may be appointed as a Management Committee member if he or she would be disqualified from acting under the provisions of the clauses under conflicts of interests and conflicts of loyalties.
  5. The number of Management Committee members shall be not less than four but (unless otherwise determined by a resolution of the organisation in general meeting) shall be subject to a maximum of 15.
  6. A Management Committee member may not appoint anyone to act on his or her behalf at meetings of the Management Committee.
  7. The Management Committee will meet at least every 6 weeks.

### **Appointment of Management Committee members**

1. The Organisation in general meeting shall elect the officers and the other Management Committee members
2. The Management Committee may appoint any person who is willing to act as a Management Committee member. Subject to sub-clause 5(b) of this clause, they may also appoint Management Committee members to act as officers.
3. Each of the Management Committee members shall retire with effect from the conclusion of the annual general meeting next after his or her appointment but shall be eligible for re-election at that annual general meeting.
4. No-one may be elected a Management Committee member or an officer at any annual general meeting unless prior to the meeting the organisation is given a notice that:
  - (4.a) is signed by a member entitled to vote at the meeting;
  - (4.b) states the member's intention to propose the appointment of a person as a Management Committee member or as an officer;
  - (4.c) is signed by the person who is to be proposed to show his or her willingness to be appointed.
5. (5.a) The appointment of a Management Committee member, whether by the organisation in general meeting or by the other Management Committee members, must not cause the number of Management Committee members to exceed any number fixed in accordance with this constitution as the maximum number of Management Committee members.  
 (5.b) The Management Committee may not appoint a person to be an officer if a person has already been elected or appointed to that office and has not vacated the office.
6. The Management Committee will comprise a minimum of 6 and a maximum of 15 members. It will include the Chair, Vice-Chair, Administrator and Treasurer. Other roles within the Management Committee will be appointed as and when required.
7. All members of the Management Committee will be required to abide by the Code of Conduct, should they be found to be in breach of this, they will be subject to termination as set out in the clause 'Disqualification and removal of Management Committee members'.

## **Powers of the Management Committee**

1. The Management Committee must manage the business of the SPCF and have the following powers in order to further the objects (but not for any other purpose):
  - (1.a) to raise funds. In doing so, the Management Committee must not undertake any taxable permanent trading activity and must comply with any relevant statutory regulations
  - (1.b) to buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
  - (1.c) to sell, lease or otherwise dispose of all or any part of the property belonging to the SPCF. In exercising this power, the Management Committee should comply as appropriate with sections 117- 122 of the Charities Act 2011 as good practice;
  - (1.d) to borrow money and to charge the whole or any part of the property belonging to the organisation as security for repayment of the money borrowed. The Management Committee should comply as appropriate with sections 124 - 126 of the Charities Act 2011, as good practice if they intend to mortgage land;
  - (1.e) to co-operate with other charities, voluntary bodies and statutory authorities and to exchange information and advice with them;
  - (1.f) to acquire, merge with or enter into any partnership or joint venture arrangement with any other organisation formed for any of the objects;
  - (1.g) to set aside income as a reserve against future expenditure but only in accordance with a written policy about reserves;
  - (1.h) to obtain and pay for such goods and services as are necessary for carrying out the work of the forum;
  - (1.i) to open and operate such bank and other accounts as the trustees consider necessary and to invest funds, and to delegate the management of funds in the same manner and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act 2000;
  - (1.j) to do all such other lawful things as are necessary for the achievement of the objects.
2. No alteration of this constitution or any special resolution shall have retrospective effect to invalidate any prior act of the Management Committee.
3. Any meeting of Management Committee at which a quorum is present at the time the relevant decision is made may exercise all the powers exercisable by the Management Committee.

## **Disqualification and removal of Management Committee members**

A Management Committee member shall cease to hold office if he or she:

1. is disqualified from acting as a Management Committee member by virtue of sections 178 and 179 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision);
2. ceases to be a member of the Organisation;
3. in the written opinion, given to the organisation, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a trustee and may remain so for more than three months;
4. resigns as a Management Committee member by notice to the organisation (but only if at least two trustees will remain in office when the notice of resignation is to take effect); or
5. is absent without the permission of the Management Committee from three consecutive meetings and the Management Committee resolve that his or her office be vacated.

6. the member is removed from membership by a resolution of the Management Committee that it is in the best interests of the organisation that his or her membership is terminated. A resolution to remove a member from membership may only be passed if:
- (6.a) the member has been given at least twenty-one days' notice in writing of the meeting of the Management Committee at which the resolution will be proposed and the reasons why it is to be proposed;
  - (6.b) the member or, at the option of the member, the member's representative (who need not be a member of the organisation) has been allowed to make representations to the meeting.

*During this time, the use of social media, email, the website and any other platform used by SPCF will be suspended.*

### **Proceedings of Management Committee**

1. The Management Committee may regulate their proceedings as they think fit, subject to the provisions of this constitution.
2. Any Management Committee member may call a meeting of the Management Committee.
3. The administrator must call a meeting of the Management Committee if requested to do so by a Management Committee member.
4. Questions arising at a meeting must be decided by a majority of votes.
5. In the case of an equality of votes, the person who chairs the meeting shall have a second or casting vote.
6. No decision may be made by a meeting of the Management Committee unless a quorum is present at the time the decision is purported to be made.
7. The quorum shall be two or the number nearest to one-third of the total number of Management Committee, whichever is the greater or such larger number as may be decided from time to time by the trustees.
8. A Management Committee member shall not be counted in the quorum present when any decision is made about a matter upon which that trustee is not entitled to vote.
9. If the number of Management Committee is less than the number fixed as the quorum, the continuing trustees or trustee may act only for the purpose of filling vacancies or of calling a general meeting.
10. The person elected as the Chair or Vice Chair shall chair meetings of the Management Committee.
11. 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.
12. The person appointed to chair meetings of the Management Committee shall have no functions or powers except those conferred by this constitution or delegated to him or her in writing by the trustees.

## **Conflicts of interests and conflicts of loyalties**

A organisation Management Committee member must:

1. declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with the organisation or in any transaction or arrangement entered into by the organisation which has not been previously declared; and
2. absent himself or herself from any discussions of the organisation Management Committee in which it is possible that a conflict will arise between his or her duty to act solely in the interests of the organisation and any personal interest (including but not limited to any personal financial interest).

*Any organisation Management Committee member absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the organisation trustees on the matter.*

## **Rules**

1. The Management Committee may from time to time make rules or bye-laws for the conduct of their business.
2. The bye-laws may regulate the following matters but are not restricted to them:
  - (2.a) the admission of members of the organisation (including the admission of organisations to membership) and the rights and privileges of such members, and the entrance fees, subscriptions and other fees or payments to be made by members;
  - (2.b) the conduct of members of the organisation in relation to one another, and to the organisation's employees and volunteers;
  - (2.c) the setting aside of the whole or any part or parts of the organisation's premises at any particular time or times or for any particular purpose or purposes;
  - (2.d) the procedure at general meeting and meetings of the Management Committee in so far as such procedure is not regulated by this constitution;
  - (2.e) generally, all such matters as are commonly the subject matter of the rules of an unincorporated association.
3. The organisation in general meeting has the power to alter, add to or repeal the rules or bye-laws.
4. The Management Committee must adopt such means as they think sufficient to bring the rules and bye-laws to the notice of members of the organisation.
5. The rules or bye-laws shall be binding on all members of the organisation. No rule or bye-law shall be inconsistent with, or shall affect or repeal anything contained in, this constitution.

## **Dissolution**

In the event of 50% or more, of the Management Committee choosing to stand down, all members will be notified before the AGM/emergency meeting and be given the opportunity to put themselves forward for the members vote at the AGM.

1. If the members resolve to dissolve the organisation, the Management Committee will

remain in office and be responsible for winding up the affairs of the organisation in accordance with this clause.

2. The Management Committee must collect in all the assets of the organisation and must pay or make provision for all the liabilities of the organisation.
3. The Management Committee must apply any remaining property or money:
  - (3.a) directly for the objects;
  - (3.b) by transfer to any organisation or charities for purposes the same as or similar to the organisation; details of which will be shared with forum members once the decision is made.
  - (3.c) in such other manner Contact may approve in writing in advance.
4. The members may pass a resolution, before or at the same time as the resolution to dissolve the organisation, specifying the manner in which the Management Committee are to apply the remaining property or assets of the organisation and the Management Committee must comply with the resolution if it is consistent with paragraphs (a) - (c) inclusive in sub-clause (3) above.
5. In no circumstances shall the net assets of the organisation be paid to or distributed among the members of the organisation.
6. The organisation must notify Contact promptly that the organisation has been dissolved.

## **Disputes**

If a dispute arises between members of the organisation about the validity or propriety of anything done by the members under this constitution, and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation.

## **Wellbeing**

**The Care Act 2014** cites "Wellbeing", in relation to an individual, means that individual's wellbeing so far as relating to any of the following:

- (a) personal dignity (including treatment of the individual with respect);
- (b) physical and mental health and emotional well-being;
- (c) protection from abuse and neglect;
- (d) control by the individual over day-to-day life (including over care and support, or support, provided to the individual and the way in which it is provided);
- (e) participation in work, education, training or recreation;
- (f) social and economic well-being;
- (g) domestic, family and personal relationships;
- (h) suitability of living accommodation;
- (i) the individual's contribution to society.

Suffolk Parent Carer Forum is dedicated to ensuring that all members, volunteers, parent representatives and the management committee member's wellbeing is the best that it can be whilst they are members. Should a member, of any kind, compromise the wellbeing of another, they would be subject to removal.

A resolution to remove a member from the membership or a position within the team may only be passed if:

- (4.a) the member has been given at least twenty-one days' notice in writing of the meeting of the Management Committee at which the resolution will be proposed and the reasons why it is to be proposed;
- (4.b) the member or, at the option of the member, the member's representative (who need not be a member of the organisation) has been allowed to make representations to the meeting.

In the event of the conduct being classed as severe or threatening, the member would be suspended whilst the 21 days' notice is in effect.

### **Amendment to the Constitution**

1. Any provision of this constitution may be amended, provided that any such amendment is made by resolution passed by a simple majority of the members present and voting at a general meeting.
2. A copy of any resolution amending this constitution shall be sent to Contact within twenty-one days of it being passed.

Signed by Chair:

Signed by Vice Chair: