

'CREATIVE OPTIONS COMMUNITY PROJECT' CONSTITUTION

'CREATIVE OPTIONS COMMUNITY PROJECT' was formed at the inaugural meeting on March 6th 2013 when a committee was formed. The Project formally became registered on 15/9/2016 Reg. Charity No. 1169194

Date of Adoption of the Constitution 1/9/2016 (Amendment Date)7/2/2018 Review date 6/2/2019

1.The Name:

The Association's name is **'Creative Options Community Project'** (and in this document is referred to as the Charity)

2. The Charitable Incorporated Organisation (CIO) has its principal office in England.

3. Objects

"The objects of the (CIO) (hereafter referred to as the 'Charity') ('the objects') are

"To promote and protect the good health of people diagnosed with mental health problems and others experiencing psychological and emotional distress living in the community of Southampton through mentoring, training and support; in order to empower and assist them on their recovery journey and aid them into independent living so they become active, well informed, productive citizens.

Nothing in this Constitution shall authorise an application of the property of the Charity for the purposes which are not charitable in accordance with [section 7 of the Charities and Trustee Investment (Scotland) Act 2005] and [section 2 of the Charities Act (Northern Ireland) 2008]."

4. Powers

The Charitable Incorporated Organisation (CIO) hereafter referred to as the 'Charity' The Charity has power to do anything which is calculated to further its object(s) or is conducive or incidental to doing so. In particular, the Charity's powers include power to:

(1) borrow money and to charge the whole or any part of its property as security for the repayment of the money borrowed. The Charity must comply as appropriate with sections 124 and 125 of the Charities Act 2011 if it wishes to mortgage land;

(2) buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;

(3) sell, lease or otherwise dispose of all or any part of the property belonging to the Charity. In exercising this power, the Charity must comply as appropriate with sections 117 and 119-123 of the Charities Act 2011;

(4) employ and remunerate such staff as are necessary for carrying out the work of the Charity. The Charity may employ or remunerate a Charity Trustee only to the extent that it is permitted to do so by clause 6 (Benefits and payments to charity trustees and connected persons) and provided it complies with the conditions of those clauses;

(5) deposit or invest funds, employ a professional fund-manager, and arrange for the investments or other property of the Charity to be held in the name of a nominee, 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;

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- 6) By providing a 'safe' place in the community where people with lived experience of mental health issues can just come and 'be'
- 7) Providing friendship, mentoring and fostering peer support
- 8) Providing an opportunity for people with lived experience to identify what activities they would like to see developed within the project and facilitate this development.
- 9) By providing a number of practical resources and facilities for participants to use to develop these activities.
- 10) Development of a range of practical activities including 'cook n' eat' sessions, baking classes, practical classes i.e. craft activities, hobbies, health and leisure pursuits, sewing, d.i.y., budgeting and financial management.
- 11) Development of specific groups according to need e.g., support groups, groups for depressed women, men's group, carers groups.
- 12) By providing opportunity for volunteering and using skills and opportunities to learn community skills e.g. committee skills and training.
- 13) Provision of 1-1 support, counselling and training as appropriate.
- 14) Provision of specific groups for training e.g., social skills and confidence building, assertiveness, groups for handling feelings, 'thinking and acting positively' etc.
- 15) Providing practical training opportunities e.g., food hygiene courses and health and safety
- 16) Providing work experience and training via. practical projects such as cake-baking, catering and hospitality.
- 17) Signposting where appropriate to local statutory and community facilities, including places of worship. Encouraging feedback from those using these facilities to assess their efficacy and improve their performance.
- 18) To provide basic advice and information on issues relating to benefits, healthcare, relationship or financial issues and to signpost to an appropriate agency or local point of help. [Creative Options Committee, Staff and volunteers have no responsibility for the services to which people may be signposted and signposting does not imply recommendation.]
- 19) To organise events in co-operation with other local organisations and individuals to promote Creative Options and further its stated objectives.

These activities may be changed to according to the requirements of individuals and the specific needs of the group as a whole. At all times consideration should be made to ensure that all such activities are carried out in order to fulfil the above objects of the Charity.

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5. Application of income and property

(1) The income and property of the Charity shall be applied solely towards the promotion of the objects.

(a) A Charity Trustee is entitled to be reimbursed from the property of the Charity or may pay out of such property reasonable expenses properly incurred by him or her when acting on behalf of the Charity.

(b) A Charity Trustee may benefit from Trustee indemnity insurance cover purchased at the Charity's expense in accordance with, and subject to the conditions in, section 189 of the Charities Act 2011.

(2) None of the income or property of the Charity may be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to any member of the Charity. This does not prevent a member who is not also a Trustee from receiving:

(a) a benefit from the Charity in the capacity of a beneficiary of the Charity;

(b) reasonable and proper remuneration for any goods or services supplied to the Charity.

(3) Nothing in this clause shall prevent a charity trustee or connected person receiving any benefit or payment which is authorised by Clause 6.

6. Benefits and payments to Charity Trustees and connected persons

(1) General provisions

No Charity Trustee or connected person may:

(a) buy or receive any goods or services from the charity on terms preferential to those applicable to members of the public;

(b) sell goods, services or any interest in land to the Charity;

(c) be employed by, or receive any remuneration from, the Charity;

(d) receive any other financial benefit from the Charity; unless the payment is permitted by sub-clause (2) of this clause, or authorised by the court or the Charity Commission ('The Commission'). In this clause, a 'financial benefit' means a benefit, direct or indirect, which is either money or has a monetary value.

(2) Scope and powers permitting Trustees' or connected persons' benefits

(a) A Charity Trustee or connected person may receive a benefit from the Charity in the capacity of a beneficiary of the Charity provided that a majority of the Trustees do not benefit in this way.

(b) A Charity Trustee or connected person may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the Charity where that is permitted in accordance with, and subject to the conditions in, section 185 of the Charities Act 2011.

(c) Subject to sub-clause (3) of this clause a Charity Trustee or connected person may provide the Charity with goods that are not supplied in connection with services provided to the Charity by the charity trustee or connected person.

(d) A Charity Trustee or connected person may receive interest on money lent to the Charity at a reasonable and proper rate which must be not more than the Bank of England bank rate (also known as the base rate).

(e) A Charity Trustee or connected person may receive rent for premises let by the Trustee or connected person to the Charity. The amount of the rent and the other terms of the lease must

be reasonable and proper. The Charity Trustee concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are under discussion.

(f) A Charity Trustee or connected person may take part in the normal trading and fundraising activities of the charity on the same terms as members of the public.

(3) Payment for supply of goods only – controls

The Charity and its Charity Trustees may only rely upon the authority provided by sub-clause 2(c) of this clause if each of the following conditions is satisfied:

(a) The amount or maximum amount of the payment for the goods is set out in an agreement in writing between the Charity and the Charity Trustee or connected person supplying the goods ('the supplier') under which the supplier is to supply the goods in question to or on behalf of the Charity.

(b) The amount or maximum amount of the payment for the goods does not exceed what is reasonable in the circumstances for the supply of the goods in question.

(c) The other Charity Trustees are satisfied that it is in the best interests of the Charity to contract with the supplier rather than with someone who is not a Charity Trustee or connected person. In reaching that decision the Charity Trustees must balance the advantage of contracting with a Charity Trustee or connected person against the disadvantages of doing so.

(d) The supplier is absent from the part of any meeting at which there is discussion of the proposal to enter into a contract or arrangement with him or her or it with regard to the supply of goods to the Charity.

(e) The supplier does not vote on any such matter and is not to be counted when calculating whether a quorum of Charity Trustees is present at the meeting.

(f) The reason for their decision is recorded by the Charity Trustees in the minute book.

(g) A majority of the Charity Trustees then in office are not in receipt of remuneration or payments authorised by clause 6.

(4) In sub-clauses (2) and (3) of this clause:

(a) 'the Charity' includes any company in which the Charity:

(i) holds more than 50% of the shares; or

(ii) controls more than 50% of the voting rights attached to the shares; or

(iii) has the right to appoint one or more trustees to the board of the company.

(b) 'connected person' includes any person within the definition set out in clause (30) (Interpretation).

7. Conflicts of interest and conflicts of loyalty

A Charity Trustee 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 Charity or in any transaction or arrangement entered into by the Charity which has not previously been declared; and

(2) absent himself or herself from any discussions of the Charity Trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the Charity and any personal interest (including but not limited to any financial interest). Any Charity Trustee absenting himself or herself from any discussions in

(3) accordance with this clause must not vote or be counted as part of the quorum in any decision of the Charity Trustees on the matter.

8. Liability of members to contribute to the assets of the Charity if it is wound up.

If the Charity is wound up, the members of the Charity have no liability to contribute to its assets and no personal responsibility for settling its debts and liabilities.

(2) In sub-clause (1) of this clause “member” includes any person or organisation that was a member of the Charity within 12 months before the commencement of the winding up.

(3) But subject to that, the members of the Charity have no liability to contribute to its assets if it is wound up, and accordingly have no personal responsibility for the settlement of its debts and liabilities beyond the amount that they are liable to contribute.

9. Membership of the Charity

(1) Admission of new members

(a) Eligibility Membership

Membership of the Charity is open to anyone who is interested in furthering its purposes, and who, by applying for membership, has indicated his, her or its agreement to become a member and acceptance of the duty of members set out in sub-clause (3) of this clause. A member may be an individual, a corporate body, or [an individual or a nominee representing] an organisation which is not incorporated.

(b) Admission procedure

The Charity Trustees:

(i) may require applications for membership to be made in any reasonable way that they decide;

(ii) [shall, if they approve an application for membership, notify the applicant of their decision within 21 days

(iii) may refuse an application for membership if they believe that it is in the best interests of the Charity for them to do so;

(iv) shall, if they decide to refuse an application for membership, give the applicant their reasons for doing so, within [21 days] of the decision being taken, and give the applicant the opportunity to appeal against the refusal; and

(v) shall give fair consideration to any such appeal, and shall inform the applicant of their decision, but any decision to confirm refusal of the application for membership shall be final. (see section 28 on disputes)

(2) Transfer of membership

Membership of the Charity cannot be transferred to anyone else [except in the case of an individual or corporate body representing an organisation which is not incorporated, whose membership may be transferred by the unincorporated organisation to a new representative] Such transfer of membership does not take effect until the Charity has received written notification of the transfer.

(3) Duty of members

It is the duty of each member of the Charity to exercise his or her powers as a member of the Charity in the way he or she decides in good faith would be most likely to further the purposes of the Charity.

(4) Termination of membership

(a) Membership of the Charity comes to an end if:

(i) the member dies, or, in the case of an organisation (or the representative of an organisation) that organisation ceases to exist; or

(ii) the member sends a notice of resignation to the charity trustees; or

(iii) the charity trustees decide that it is in the best interests of the Charity that the member in question should be removed from membership, and pass a resolution to that effect.

(b) Before the charity trustees take any decision to remove someone from membership of the Charity they must:

(i) inform the member of the reasons why it is proposed to remove him, her or it from membership;

(ii) give the member at least 21 clear days notice in which to make representations to the charity trustees as to why he, she or it should not be removed from membership;

(iii) at a duly constituted meeting of the charity trustees, consider whether or not the member should be removed from membership;

(iv) consider at that meeting any representations which the member makes as to why the member should not be removed; and

(v) allow the member, or the member's representative, to make those representations in person at that meeting, if the member so chooses. It is not the responsibility of 'Creative Options Community Project' to arrange for such representation. [see section 28 disputes]

(5) Membership fees

There are currently no membership fees as such to participate in Creative Options Community Project. However, all participants are required to pay the current attendance subscriptions and other contributions for extra mural activities as agreed by the Committee.

(6) Informal or associate membership

(a) Creative Options Community Project operates a wider membership. Anyone with a clinically diagnosed mental health issue or who sees themselves as a person experiencing mental health issues or psychological or emotional distress; is welcome to participate, together with carers, relatives and friends. All persons participating in 'Creative Options Community Project' are required to pay the current attendance subscriptions and pay other contributions for extra mural activities as agreed by the committee. All participants are entitled to express their views on the needs/directions of the Creative Options Community Project. All participants are eligible to become members of the committee. The Project is run by an Elected Committee of ten ordinary members including the Elected Officers together with the Trustees.

At general meetings, all members have voting rights.

(b) Other references in this constitution to “members” and “membership” do not apply to non-voting members, and non-voting members do not qualify as members for any purpose under the Charities Acts, General Regulations or Dissolution Regulations. Non-voting members includes anyone loosely connected with and participating in the activities of the Charity. Also, those who are employed by the Charity who are involved with the activities of the Charity, but do not possess voting rights. (See (10) Member’s decisions, section 6)

Inclusive Governance Policy

‘Creative Options Community Project’ will operate an Inclusive Governance policy in that members of the committee should represent all sectors of the organisation and include the founder, volunteers, service users and those with expertise from the NHS, Social Services or Voluntary sector. Because ‘Creative Options Community Project’ operates a totally inclusive policy it means that people with mental health issues are eligible to take office. They may become Officers even if they still have problems with their mental health; providing that they are able to carry out their role on the committee adequately. For this reason, and to protect the vulnerabilities of those serving on the committee who have mental health issues; there are the named Trustees who are registered with the Charity Commission who act as oversight for the organisation. These persons are those designated as people who are capable of taking overall legal responsibility for the operation of the Charity. They also act to support the other members of the Committee. Four of these elected members of the Committee hold specific office. These are the **Chairperson, Vice-Chairperson, Secretary and Treasurer**.

The daily running of the project is in the hands of the appointed Project Leader, Project Assistant, staff and volunteers who will run the project in accordance with the will of the Trustees and appointed officers and the elected committee.

10) Member’s Decisions

(1) General provisions

Except for those decisions that must be taken in a particular way as indicated in sub-clause (4) of this clause, decisions of the members of the Charity may be taken either by vote at a general meeting as provided in sub-clause (2) of this clause or by written resolution as provided in sub clause (3) of this clause.

(2) Taking ordinary decisions by vote

Subject to sub-clause (4) of this clause, any decision of the members of the Charity may be taken by means of a resolution at a general meeting. Such a resolution may be passed by a simple majority of votes cast at the meeting (including votes cast by postal or email ballot, and proxy votes*) (*see special notes].

(3) Taking ordinary decisions by written resolution without a general meeting

(a) Subject to sub-clause (4) of this clause, a resolution in writing agreed by a simple majority of all the members who would have been entitled to vote upon it had it been proposed at a general meeting shall be effective, provided that:

- (i) a copy of the proposed resolution has been sent to all the members eligible to vote; and
 - (ii) a simple majority of members has signified its agreement to the resolution in a document or documents which are received at the principal office within the period of 28 days beginning with the circulation date. The document signifying a member's agreement must be authenticated by their signature (or in the case of an organisation which is a member, by execution according to its usual procedure), by a statement of their identity accompanying the document, or in such other manner as the Charity has specified.
- (b) The resolution in writing may comprise several copies to which one or more members has signified their agreement.
- (c) Eligibility to vote on the resolution is limited to members who are members of the Charity on the date when the proposal is first circulated in accordance with paragraph (a) above.
- (d) Not less than 10% of the members of the Charity may request the charity trustees to make a proposal for decision by the members.
- (e) The charity trustees must within 21 days of receiving such a request comply with it if:
- (i) The proposal is not frivolous or vexatious, and does not involve the publication of defamatory material;
 - (ii) The proposal is stated with sufficient clarity to enable effect to be given to it if it is agreed by the members; and
 - (iii) Effect can lawfully be given to the proposal if it is so agreed.
- (f) Sub-clauses (a) to (c) of this clause apply to a proposal made at the request of members.

(4) Decisions that must be taken in a particular way

- (a) Any decision to remove a trustee must be taken in accordance with clause [15]
- (b) Any decision to amend this constitution must be taken in accordance with clause [29] of this constitution (Amendment of Constitution).
- (c) Any decision to wind up or dissolve the Charity must be taken in accordance with clause [30] of this constitution (Voluntary winding up or dissolution). Any decision to amalgamate or transfer the undertaking of the Charity to one or more other Charities must be taken in accordance with the provisions of the Charities Act 2011.
- (1) Membership of the Committee is open to individuals over eighteen or organisations who are approved by the Trustees.
- (2)
- (a) The Trustees may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of the charity to refuse the application.
 - (b) The Trustees must inform the applicant in writing of the reasons for the refusal within twenty-one days of the decision.
 - (c) The Trustees 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.

- (3) Membership is not transferable to anyone else.
- (4) The Trustees must keep a register of names and addresses of Trustees and other members of the committee and a list of wider contacts of the organisation, which shall be prepared by the Secretary and a copy kept by the Chairperson. Members details should be kept in accordance with the Data Protection Act 1998 and may be released on a 'need to know' basis when required.

11). General Meetings Of Members

(1) Types of general meeting

There must be an annual general meeting (AGM) of the members of the Charity. The first AGM must be held within 18 months of the registration of the Charity, and subsequent AGMs must be held at intervals of not more than 15 months. The AGM must receive the annual statement of accounts (duly externally examined) and the trustees' annual report, and must elect trustees as required under clause [12]. Other general meetings of the members of the Charity may be held at any time. The charity aims to hold six ordinary general meetings (bi-monthly) in the year, one of which is the Annual General Meeting. All general meetings must be held in accordance with the following provisions.

(2) Calling general meetings

(a) The charity trustees:

(i) must call the annual general meeting of the members of the Charity in accordance with sub-clause (1) of this clause, and identify it as such in the notice of the meeting; and

(ii) may call any other general meeting of the members at any time.

(b) The charity trustees must, within 21 days, call a general meeting of the members of the Charity if:

(i) they receive a request to do so from at least 10% of the members of the Charity; and

(ii) the request states the general nature of the business to be dealt with at the meeting, and is authenticated by the member(s) making the request.

(c) If, at the time of any such request, there has not been any general meeting of the members of the Charity for more than 12 months, then sub-clause (b)(i) of this clause shall have effect as if 5% were substituted for 10%.

(d) Any such request may include particulars of a resolution that may properly be proposed, and is intended to be proposed, at the meeting.

(e) A resolution may only properly be proposed if it is lawful, and is not defamatory, frivolous or vexatious.

(f) Any general meeting called by the charity trustees at the request of the members of the Charity must be held within 28 days from the date on which it is called.

(g) If the charity trustees fail to comply with this obligation to call a general meeting at the request of its members, then the members who requested the meeting may themselves call a general meeting.

(h) A general meeting called in this way must be held not more than 3 months after the date when the members first requested the meeting.

(i) The Charity must reimburse any reasonable expenses incurred by the members calling a general meeting by reason of the failure of the charity trustees to duly call the meeting, but the Charity shall be entitled to be indemnified by the charity trustees who were responsible for such failure.

(3) Notice of general meetings

(a) The charity trustees, or, as the case may be, the relevant members of the Charity, must give at least 14 clear days notice of any general meeting to all of the members, and to any charity trustee of the Charity who is not a member.

(b) If it is agreed by not less than 90% of all members of the Charity, any resolution may be proposed and passed at the meeting even though the requirements of sub-clause (3) (a) of this clause have not been met. This sub-clause does not apply where a specified period of notice is strictly required by another clause in this constitution, by the Charities Act 2011 or by the General Regulations.

(c) The notice of any general meeting must:

(i) state the time and date of the meeting:

(ii) give the address at which the meeting is to take place;

(iii) give particulars of any resolution which is to be moved at the meeting, and of the general nature of any other business to be dealt with at the meeting; and

(iv) if a proposal to alter the constitution of the Charity is to be considered at the meeting, include the text of the proposed alteration;

(v) include, with the notice for the AGM, the annual statement of accounts and trustees' annual report, details of persons standing for election or re-election as trustee, or where allowed under clause [23] (Use of electronic communication), details of where the information may be found on the Charity's website.

(d) Proof that an envelope containing a notice was properly addressed, prepaid and posted; or that an electronic form of notice was properly addressed and sent, shall be conclusive evidence that the notice was given. Notice shall be deemed to be given 48 hours after it was posted or sent.

(e) The proceedings of a meeting shall not be invalidated because a member who was entitled to receive notice of the meeting did not receive it because of accidental omission by the Charity.

(4) Chairing of general meetings

The person nominated as chair by the charity trustees under clause [19] (2) (Chairing of meetings), shall, if present at the general meeting and willing to act, preside as chair of the meeting. Subject to that, the members of the Charity who are present at a general meeting shall elect a chair to preside at the meeting.

5) Quorum at general meetings

(a) No business may be transacted at any general meeting of the members of the Charity unless a quorum is present when the meeting starts.

(b) Subject to the following provisions, the quorum for general meetings shall be the greater of [5]% or [six] members. An organisation represented by a person present at the meeting in accordance with sub-clause (7) of this clause, is counted as being present in person.

(c) If the meeting has been called by or at the request of the members and a quorum is not present within 15 minutes of the starting time specified in the notice of the meeting, the meeting is closed.

(d) If the meeting has been called in any other way and a quorum is not present within 15 minutes of the starting time specified in the notice of the meeting, the chair must adjourn the meeting. The date, time and place at which the meeting will resume must [either be announced by the chair or] be notified to the Charity's members at least seven clear days before the date on which it will resume.

(e) If a quorum is not present within 15 minutes of the start time of the adjourned meeting, the member or members present at the meeting constitute a quorum.

(f) If at any time during the meeting a quorum ceases to be present, the meeting may discuss issues and make recommendations to the trustees but may not make any decisions. If decisions are required which must be made by a meeting of the members, the meeting must be adjourned.

(6) Voting at general meetings

(a) Any decision other than one falling within clause [10(4)] (Decisions that must be taken in a particular way) shall be taken by a simple majority of votes cast at the meeting [(including proxy and postal votes)* (* see special notes)].

Every member of the organisation has one vote apart from members of the public loosely connected and those employed by the charity are not entitled to vote) [see Section 9 membership clause (6)]

(b) A resolution put to the vote of a meeting shall be decided on a show of hands

(c) In the event of an equality of votes, whether on a show of hands or on a poll, the chair of the meeting shall have a second, or casting vote.

(d) Any objection to the qualification of any voter must be raised at the meeting at which the vote is cast and the decision of the chair of the meeting shall be final.

(e) The employed Project Leader, together with other part-time paid staff currently paid by the organisation for services rendered; are expected to be present at meetings for the purposes of contributing to the discussion on the progress of the organisation. They are also expected to attend the Annual General Meeting for purposes of reporting to the Committee. However, they do not have voting rights when it comes to decisions that are made. (see Section 9 on Membership)

f) When matters are being discussed relating to the role and work of paid personnel, the persons concerned, (if present at the meeting when the discussions are taking place), may be required to leave the meeting at the point that the relevant matters are being discussed and voted on.

(7) Representation of corporate members

A corporate body that is a member of the Charity may, in accordance with its usual decision-making process, authorise a person to act as its representative at any general meeting of the Charity. The representative is entitled to exercise the same powers on behalf of the [organisation or] corporate body as the corporate body could exercise as an individual member of the Charity.

(8) Adjournment of meetings

The chairperson may, with the consent of a meeting at which a quorum is present, (and shall if so directed by the meeting) adjourn the meeting to another time and/or place. No business may be transacted at an adjourned meeting except business which could properly have been transacted at the original meeting.

12) Trustees

Appointment of Trustees

(1) The Charity in General Meeting shall elect the Officers and the other Trustees.

(2) The Trustees may co-opt any person who is willing to act as a Trustee. Subject to sub-clause 5(b) of this clause, they may also appoint Trustees to act as Officers.

(3) Each of the Trustees 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 Trustee or an Officer at any Annual General Meeting unless prior to the meeting the Charity is given a notice that:

(a) is signed by a member entitled to vote at the meeting;

(b) states the member's intention to propose the appointment of a person as a Trustee or as an officer;

(c) is signed by the person who is to be proposed to show his or her willingness to be appointed.

(5) (a) The appointment of a Trustee, whether by the Charity in general meeting or by the other Trustees, must not cause the number of Trustees to exceed any number fixed in accordance with this constitution as the maximum number of Trustees.

(b) The Trustees 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.

(1) Functions and duties of Charity Trustees

The Charity Trustees shall manage the affairs of the Charity and may for that purpose exercise all the powers of the Charity.

(a) in the way he or she decides in good faith would be most likely to further the purposes of the charity

(b) to exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard in particular to:

- (i) any special knowledge or experience that he or she has or holds himself or herself out as having; and
- (ii) if he or she acts as a Charity Trustee of the Charity in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

(2) Eligibility for Trusteeship

- (a) Every Charity Trustee must be a natural person.
- (b) No one may be appointed as a Charity Trustee: if he or she is under the age of 16 years; or
- (c) if he or she would automatically cease to hold office under the provisions of clause (15 1 f)

No one is entitled to act as a Charity Trustee whether on appointment or on any re-appointment until he or she has expressly acknowledged, in whatever way the Charity Trustees decide, his or her acceptance of the office of Charity Trustee.

[(d) At least one of the Trustees of the Charity must be 18 years of age or over. If there is no Trustee aged at least 18 years, the remaining Trustee or Trustees may act only to call a meeting of the Charity trustees, or appoint a new Charity Trustee.

3) Number of Trustees

There should be:

- a) Not less than three Trustees and no more than eight Trustees in total, including ex-officio Trustees, (maximum of 2) and nominated Trustees, (maximum of 2).
- (b) There must be at least [three] Charity Trustees. If the number falls below this minimum, the remaining trustee or trustees may act only to call a meeting of the Charity Trustees, or appoint a new Charity Trustee.
- (c) The maximum number of Charity Trustees that can be appointed is as provided in sub-clause (a) of this clause. No Trustee appointment may be made in excess of these provisions.

(4) The First Charity Trustees of Creative Options Community Project are:-

Lesley Easton (Psychiatric Nurse working for Southern Health Foundation Trust – Professional representative)

Rev. J.P. Elliott (Minister of Shirley Warren Action Church where the founder is a member)

Frances Anne Heather (Founder and Director of 'Creative Options Community Project')

Mr. Stephen Press (Third Age Centre – Experience of Business, Statutory and Voluntary Sectors)

(1) Elected Charity Trustees

- (a) At the first Annual General Meeting of the members of the Charity all the elected Charity Trustees shall retire from office

(b) At every [subsequent] Annual General Meeting of the members of the Charity, one-third of the elected Charity Trustees shall retire from office. If the number of elected Charity Trustees is not three or a multiple of three, then the number nearest to one-third shall retire from office, but if there is only one Charity Trustee, he or she shall retire;

(c) The Charity Trustees to retire by rotation shall be those who have been longest in office since their last appointment or reappointment. If any Trustees were last appointed or reappointed on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot;

(d) The vacancies so arising may be filled by the decision of the members at the Annual General Meeting; any vacancies not filled at the Annual General Meeting may be filled as provided in sub-clause (e) of this clause;

(e) The members or the Charity Trustees may at any time decide to appoint a new Charity Trustee, whether in place of a Charity Trustee who has retired or been removed in accordance with clause [15] (Retirement and removal of charity trustees), or as an additional Charity Trustee, provided that the limit specified in clause [12(3)] on the number of charity trustees would not as a result be exceeded;

(f) A person so appointed by the members of the Charity shall retire in accordance with the provisions of sub-clauses (b) and (c) of this clause. A person so appointed by the Charity Trustees shall retire at the conclusion of the Annual General Meeting next following the date of his appointment, and shall not be counted for the purpose of determining which of the Charity Trustees is to retire by rotation at that meeting

(2) Ex officio charity trustees for the time being (Rev. J. Elliott) shall automatically, by virtue of holding that office,(Pastor of the Church of whom the Founder of 'Creative Options Community Project' is a member), be a Charity Trustee. If unwilling to act as a Charity Trustee, the office holder may:

(a) before accepting appointment as a Charity Trustee, give notice in writing to the Trustees of his or her unwillingness to act in that capacity; or

(b) after accepting appointment as a Charity Trustee, resign under the provisions contained in clause 15 (Retirement and removal of charity trustees). The office of ex officio charity trustee will then remain vacant until the office holder ceases to hold office.

(3) Nominated Charity Trustee[s]

(a) 'Creative Options Community Project' shall appoint no more than two nominated Charity Trustees.

(b) Any appointment must be made at a meeting held according to the ordinary practice of 'Creative Options Community Project'

(c) Each appointment must be for a term of [3] years.

(d) The appointment will be effective from the later of:

(i) the date of the vacancy; or

(ii) the date on which the Charity is informed of the appointment.

(e) The person appointed need not be a member of 'Creative Options Community Project'

(f) A Trustee appointed by the appointing body has the same duty under Clause 12(1) as the other charity trustees to act in the way he or she decides in good faith would be most likely to further the purposes of the Charity.

14. Information for new charity trustees

The charity trustees will make available to each new charity trustee, on or before his or her first appointment:

(a) a copy of this constitution and any amendments made to it; and

(b) a copy of the Charity's latest Trustees' Annual Report and statement of accounts.

15. Retirement and removal of charity trustees

(1) A charity trustee ceases to hold office if he or she:

(a) retires by notifying the Charity in writing (but only if enough charity trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings)

(c) is absent without the permission of the charity trustees from all their meetings held within a period of six months and the trustees resolve that his or her office be vacated

(c) dies

(d) in the written opinion, given to the company, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a director and may remain so for more than three months;

(e) [is removed by the members of the Charity in accordance with sub-clause (2) of this clause;] or

(f) is disqualified from acting as a charity trustee by virtue of section 178-180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision). Namely someone who has been convicted of offences, involving deception or fraud, or who is an undischarged bankrupt, or who has been removed from office as a charity trustee by the Charity Commissioners will be thus disqualified from acting in the position of a Trustee.

(2) A Charity Trustee shall be removed from office if a resolution to remove that Trustee is proposed at a general meeting of the members called for that purpose and properly convened in accordance with [section 10 (member's decisions) (4) decisions that must be taken in a particular way], and the resolution is passed by a [two-thirds] majority of votes cast at the meeting.

A resolution to remove a Charity Trustee in accordance with this clause shall not take effect unless the individual concerned has been given at least 14 clear days' notice in writing that the resolution is to be proposed, specifying the circumstances alleged to justify removal from office, and has been given a reasonable opportunity of making oral and/or written representations to the members of the Charity.

16. Reappointment of Charity Trustees

Any person who retires as a charity trustee by rotation or by giving notice to the Charity is eligible for reappointment. [A charity trustee who has served for [three] consecutive terms may not be reappointed for a [fourth] consecutive term but may be reappointed after an interval of at least three years

17. Taking of decisions by Charity Trustees

Any decision may be taken either:

at a meeting of the charity trustees; or

by resolution in writing or electronic form* agreed by all of the charity trustees, which may comprise either a single document or several documents containing the text of the resolution in like form to each of which one or more Charity Trustees has signified their agreement. (*see special notices)

18. Delegation by charity trustees

(1) The Charity Trustees may delegate any of their powers or functions to a committee or committees, and, if they do, they must determine the terms and conditions on which the delegation is made. The Charity Trustees may at any time alter those terms and conditions, or revoke the delegation.

(2) The Trustees may delegate any of their powers or functions to the Elected committee, but the terms of any such delegation must be recorded in the minute book.

(3) The Trustees may impose conditions when delegating, including the conditions that:

(a) the relevant powers are to be exercised exclusively by the Committee to whom they delegate;

(b) no expenditure may be incurred on behalf of the charity except in accordance with a budget previously agreed with the Trustees.

(4) The Trustees may revoke or alter a delegation.

(5) All acts and proceedings of any Committees must be fully and promptly reported to the Trustees.

(6) This power is in addition to the power of delegation in the General Regulations and any other power of delegation available to the Charity Trustees, but is subject to the following requirements :-

(a) A Committee may consist of two or more persons, but at least one member of each committee must be a committee member.

(b) the acts and proceedings of any Committee must be brought to the attention of the Charity Trustees as a whole as soon as is reasonably practicable; and

(c) the Charity Trustees shall from time to time review the arrangements which they have made for the delegation of their powers.

Sub-Committees

The Committee of 'Creative Options Community Project' shall permit the formation of sub - committees for the purpose of organising specific projects and/or special events. These sub-committees shall elect leaders.

The leaders of those committees shall have as much autonomy in planning and decision-making as shall be required; providing that the activities comply with the objects of the Charity. Decisions which are made should be reported to the Committee and copies of minutes generated should not those in attendance at those meetings; but copies sent to the Trustees to keep them fully informed. (See 18 above - Delegation)

19. Meetings and proceedings of charity trustees

(1) Calling meetings

The Trustees of the Charity shall aim to meet six times a year (bi-monthly) but hold a minimum of four meetings per year. These will be usually arranged to be opposite to the general meetings and one of which is the Annual General Meeting with the following proviso.

- (a) Any charity trustee may call a meeting of the charity trustees
- (b) Subject to that, the charity trustees shall decide how their meetings are to be called, and what notice is required.
- (c) The Trustees and elected Officers may regulate their proceedings as they think fit, subject to the provisions of this Constitution.

(2) Chairing of meetings

The charity trustees may appoint one of their number to chair their meetings and may at any time revoke such appointment. If no-one has been so appointed, or if the person appointed is unwilling to preside or is not present within 10 minutes after the time of the meeting, the charity trustees present may appoint one of their number to chair that meeting.

(3) Procedure at meetings

- (a) No decision shall be taken at a meeting unless a quorum is present at the time when the decision is taken. The quorum is [three] charity trustees, or the number nearest to [one third] of the total number of charity trustees, whichever is greater, or such larger number as the charity trustees may decide from time to time.
A charity trustee shall not be counted in the quorum present when any decision is made about a matter upon which he or she is not entitled to vote.
- (b) Questions arising at a meeting shall be decided by a majority of those eligible to vote
- (c) In the case of an equality of votes, the chair shall have a second or casting vote.

(4) Participation in meetings by electronic means

- (a) A meeting may be held by suitable electronic means agreed by the charity trustees in which each participant may communicate with all the other participants.
- (b) Any charity trustee participating at a meeting by suitable electronic means agreed by the charity trustees in which a participant or participants may communicate with all the other participants shall qualify as being present at the meeting.
- (c) Meetings held by electronic means must comply with rules for meetings, including chairing and the taking of minutes. (*see special notices)

20. Officers and Trustees

(1) The Charity and its property shall be managed and administered by a Committee comprising the Trustees and Officers and other members elected in accordance with this Constitution. The Officers and other members of the Committee are known in this Constitution as the Committee of the Charity.

(2) The Charity shall have the following Officers:

- (a) A chair,
- (b) A vice-chairperson
- (c) A secretary,
- (d) A treasurer.

(3) A Trustee must be a member of the Charity or the nominated representative of an organisation that is a member of the Charity.

(4) No one may be appointed a Trustee if he or she would be disqualified from acting under the provisions of clause [15] of this Constitution.

- (5) The number of Trustees shall be not less than three and shall not exceed eight persons.
- (6) The first Trustees (including officers) shall be those persons elected as Trustees and Officers at the meeting at which this Constitution is adopted.
- (7) A Trustee may not appoint anyone to act on his or her behalf at meetings of the Trustees.

The Charity holds an Annual General Meeting, usually each April/May and the meeting is open to everyone. Public notification of the meeting shall be made at least 14 days prior to the meeting being held. Notification for Election of Officers shall be made at least 21 days prior to the meeting and any proposals for election shall be made. Any serving Officer shall duly give notice of their intention to stand for re-election or their decision to resign at least 21 days prior to the Annual General Meeting. At the meeting the Trustees and four officers shall duly be elected to serve. These are the chairperson, vice-chairperson, treasurer and secretary.

21. Saving provisions

(1) Subject to sub-clause (2) of this clause, all decisions of the charity trustees, or of a committee of charity trustees, shall be valid notwithstanding the participation in any vote of a charity trustee:

- who was disqualified from holding office;
- who had previously retired or who had been obliged by the constitution to vacate office;
- who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise; if, without the vote of that charity trustee and that charity trustee being counted in the quorum, the decision has been made by a majority of the charity trustees at a quorate meeting.

(2) Sub-clause (1) of this clause does not permit a charity trustee to keep any benefit that may be conferred upon him or her by a resolution of the charity trustees or of a committee of charity trustees if, but for clause (1), the resolution would have been void, or if the charity trustee has not complied with clause 7 (Conflicts of interest).

22. Execution of documents

(1) The Charity shall execute documents by signature

(2) A document is validly executed by signature if it is signed by at least two of the charity trustees.

23. Use of electronic communications

(1) General] The Charity will comply with the requirements of the Communications Provisions in the General Regulations and in particular:

- (a) the requirement to provide within 21 days to any member on request a hard copy of any document or information sent to the member otherwise than in hard copy form;
- (b) any requirements to provide information to the Commission in a particular form or manner.>(*see special notices)

24. Keeping of Registers

The Charity must comply with its obligations under the General Regulations in relation to the keeping of, and provision of access to, registers of its members and charity trustees. The Charity shall keep a list of names, addresses and contact telephone numbers & e-mail addresses of the Charity Trustees, members of the Committee and wider membership. This information will be kept by the Secretary of the Organisation on behalf of the Chair of the Trustees and is subject to the Data Protection Act of 1998 and accessible by the Trustees and others only on a strictly 'need to know' basis.

25. Minutes

The charity trustees must keep minutes of all:

- (1) appointments of officers made by the charity trustees
- (2) proceedings at general meetings of the Charity
- (3) meetings of the charity trustees and committees of charity trustees including:
 - the names of the trustees present at the meeting;
 - the decisions made at the meetings; and
 - where appropriate the reasons for the decisions;
- (4) decisions made by the charity trustees otherwise than in meetings.

26. Accounting records, accounts, annual reports and returns, register maintenance

(1) The charity trustees must comply with the requirements of the Charities Act 2011 with regard to the keeping of accounting records, to the preparation and scrutiny of statements of accounts, and to the preparation of annual reports and returns. The statements of accounts, reports and returns must be sent to the Charity Commission, regardless of the income of the Charity, within 10 months of the financial year end.

The Trustees shall be responsible for:-

- (a) the keeping of accounting records for the charity;
 - (b) the preparation of annual statements of account for the charity;
 - (c) the transmission of the statements of account to the Commission;
 - (d) the preparation of an Annual Report and its transmission to the Commission;
- (2) The charity trustees must comply with their obligation to inform the Commission within 28 days of any change in the particulars of the Charity entered on the Central Register of Charities.

27. Rules

The charity trustees may from time to time make such reasonable and proper rules or bye laws as they may deem necessary or expedient for the proper conduct and management of the Charity , but such rules or bye laws must not be inconsistent with any provision of this constitution. Copies of any such rules or bye laws currently in force must be made available to any member of the Charity on request.

No rule or bye-law shall be inconsistent with, or shall affect or repeal anything contained in, this Constitution. (see Operational Policy and Guidelines for Participants)

28. Disputes

If a dispute arises between members of the Charity 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.

Grievances:

- If any member has any grievances concerning the operation of 'Creative Options Community Project' they should, in the first instance approach a member of staff to see if the issue can be quietly resolved. If the issue cannot be resolved then the issue should be taken to the **Project Leader** If the issue cannot be resolved, the issue will be taken to discuss with the **Committee**.
- The **Committee** should discuss, in the first instance together any issues concerning someone who may have violated the group guidelines and speak to the person concerned and try to resolve the problem. If the problem cannot be resolved within the group, the **Trustees** should be informed if any participant feels that the group guidelines have been violated by another participant.

They may by unanimous vote and for good reason exclude any individual from the group. The individual concerned shall have the right to be heard and to appeal to the **Trustees** and may attend a meeting to represent themselves accompanied by a friend or send a representative on their behalf for their position to be considered. The decision of the **Trustees** shall be communicated verbally at the meeting and confirmed in writing to the participant concerned within seven days of the meeting. (See Section 9 (membership) clause (4) Also 'Guidelines for Participants' Document refers)

29. Amendment of Constitution

As provided by clauses 224-227 of the Charities Act 2011: (1) This constitution can only be amended:

(a) by resolution agreed in writing by all members of the Charity; or
(b) by a resolution passed by a 75% majority of votes cast at a general meeting of the members of the Charity.

(2) Any alteration of clause 3 (Objects), clause [29] (Voluntary winding up or dissolution), this clause, or of any provision where the alteration would provide authorisation for any benefit to be obtained by charity trustees or members of the Charity or persons connected with them, requires the prior written consent of the Charity Commission.

(3) No amendment that is inconsistent with the provisions of the Charities Act 2011 or the General Regulations shall be valid.

(4) A copy of any resolution altering the constitution, together with a copy of the Charity's constitution as amended, must be sent to the Commission within 15 days from the date on which the resolution is passed. The amendment does not take effect until it has been recorded in the Register of Charities.

30. Voluntary winding up or dissolution

(1) As provided by the Dissolution Regulations, the Charity may be dissolved by resolution of its members. Any decision by the members to wind up or dissolve the Charity can only be made:

(a) at a general meeting of the members of the CIO called in accordance with clause [11] (Meetings of Members), of which not less than 14 days' notice has been given to those eligible to attend and vote:

(i) by a resolution passed by a 75% majority of those voting, or

(ii) by a resolution passed by decision taken without a vote and without any expression of dissent in response to the question put to the general meeting; or

(b) by a resolution agreed in writing by all members of the Charity

(2) Subject to the payment of all the Charity's debts:

(a) Any resolution for the winding up of the Charity, or for the dissolution of the Charity without winding up, may contain a provision directing how any remaining assets of the Charity shall be applied.

(b) If the resolution does not contain such a provision, the charity trustees must decide how any remaining assets of the Charity shall be applied.

(c) In either case the remaining assets must be applied for charitable purposes the same as or similar to those of the Charity.

(3) The Charity must observe the requirements of the Dissolution Regulations in applying to the Commission for the Charity to be removed from the Register of Charities, and in particular:

(a) the charity trustees must send with their application to the Commission:

(i) a copy of the resolution passed by the members of the Charity

(ii) a declaration by the charity trustees that any debts and other liabilities of the Charity have been settled or otherwise provided for in full; and

(iii) a statement by the charity trustees setting out the way in which any property of the Charity has been or is to be applied prior to its dissolution in accordance with this constitution;

(b) the charity trustees must ensure that a copy of the application is sent within seven days to every member and employee of the Charity, and to any charity trustee of the Charity who was not privy to the application.

(4) If the Charity is to be wound up or dissolved in any other circumstances, the provisions of the Dissolution Regulations must be followed.

30. Interpretation

In this constitution: "connected person" means:

(a) a child, parent, grandchild, grandparent, brother or sister of the charity trustee;

(b) the spouse or civil partner of the charity trustee or of any person falling within sub-clause (a) above;

(c) a person carrying on business in partnership with the charity trustee or with any person falling within sub clause (a) or (b) above;

(d) an institution which is controlled –

(i) by the charity trustee or any connected person falling within sub-clause (a), (b), or (c) above; or

(ii) by two or more persons falling within sub-clause (d) (i), when taken together

(e) a body corporate in which –

(i) the charity trustee or any connected person falling within sub-clauses (a) to (c) has a substantial interest; or

(ii) two or more persons falling within sub-clause (e) (i) who, when taken together, have a substantial interest.

31. Irregularities in proceedings

(1) Subject to sub-clause (2) of this clause, all acts done by a meeting of Trustees, or of a Committee of the Officers and Trustees, shall be valid notwithstanding the participation in any vote of a Trustee:

(a) who was disqualified from holding office;

(b) who had previously retired or who had been obliged by the constitution to vacate office;

(c) who was not entitled to vote on the matter, whether by reason of a conflict of interests or otherwise;

if, without:

(d) the vote of that Trustee; and

(e) that Trustee being counted in the quorum, the decision has been made by a majority of the trustees at a quorate meeting.

(2) Sub-clause (1) of this clause does not permit a Trustee to keep any benefit that may be conferred upon him or her by a resolution of the Trustees or of a committee of Trustees if the resolution would otherwise have been void.

(3) No resolution or act of

(a) the Trustees

(b) any Committee of the Trustees or Officers

(c) the charity in general meeting

shall be invalidated by reason of the failure to give notice to any Trustee or member or by reason of any procedural defect in the meeting unless it is shown that the failure or defect has materially prejudiced a member or the beneficiaries of the charity.

32) Finance:

'Creative Options Community Project' is predominantly grant funded currently, due to the nature of its business. However, it is the aim for the charity to be able to generate more of its own funds in future. The decision to make grant applications will be made by the Trustees in conjunction with the other members of the committee and in consultation with the current Project Leader who will advise on the financial requirements for the projects continued work.

A Treasurer will be duly elected at the Annual General Meeting. A book-keeper shall also be appointed from amongst the members to help with the practical tasks related to the finances. The book-keeper will assist with the day to day accounts and do a monthly tally of income and outgoings and maintain the petty cash tin. The Elected Treasurer will oversee the day to day book-keeping and ensure that monies are paid into the bank. The Treasurer will also be a signatory on the accounts. The Treasurer will be responsible for presenting the annual accounts and will have a major role in providing financial information for any reports or grant applications.

A bank account under the name of 'Creative Options Community Project' was opened.

There shall be three signatories with any two to sign.

The purpose of this is for financial accountability.

The accounts shall be externally examined annually in February of each year. The account books for the main account and the petty cash are written up monthly. This information is then inputted onto a typed ledger on the computer. A hard copy is printed out and kept in the filing cabinet together with the relevant receipts. A petty-cash tin is kept to receive attendance money, pay for refreshments and ad hoc expenses. When this exceeds £50.00 the surplus is paid into the bank account, unless there are particular reasons for holding more monies for specific purposes, such as a special event.

The Elected Treasurer ensures that all the required financial work is undertaken supported by the practical assistance of the book-keeper.

33. Registered particulars

The Trustees must notify the Commission promptly of any changes to the charity's entry on the Central Register of Charities.

The Registered particulars include:-

The Registered Name 'Creative Options Community Project'

The correspondence address

The objects of the charity

The names of the Trustees

34. Repair and insurance

The Trustees must keep in repair and insure to their full value against fire and other usual risks all the buildings of the charity (except those buildings that are required to be kept in repair and insured by a tenant). They must also insure suitably in respect of public liability and employer's liability.

Anyone attending 'Creative Options Community Project' is covered under the Public Liability Insurance which is paid by the organisation. 'Creative Options Community Project' also holds Employer's Liability Insurance for the part-time paid staff and volunteers. However, it should be pointed out that there is an admissions policy. No one under the influence of alcohol or non prescribed drugs will be allowed to attend. Also, anyone behaving in a way which will possibly cause harm or distress to staff or other participants may be asked to leave. (See relevant policies:- Operating Policy, Health and safety, safeguarding policies, risk assessment policy, 'Guidelines for Participants' and Terms of Reference)

35. Notices

(1) Any notice required by this Constitution to be given to or by any person must be:

(a) in writing; or

(b) given using electronic communications.

(2) The Charity may give any notice to a member either:

(a) personally; or

(b) by sending it by post in a prepaid envelope addressed to

the member at his or her address; or

(c) by leaving it at the address of the member; or

(d) by giving it using electronic communications to the member's address.

(3) A member who does not register an address with the Charity or who registers only a postal address that is not within the United Kingdom shall not be entitled to receive any notice from the Charity.

(4) A member present in person at any meeting of the Charity shall be deemed to have received notice of the meeting and of the purposes for which it was called.

(5) (a) Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given.

(b) Proof that a notice contained in an electronic communication* was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given.

(c) A notice shall be deemed to be given 48 hours after the envelope containing it was posted or, in the case of an electronic communication, 48 hours after it was sent. (*see Special notices)

36) Equal Opportunities:-

All people participating within 'Creative Options Community Project' shall be treated with respect, dignity and courtesy. We require equality for all, irrespective of gender, (including gender realignment), Marital or Civil partnership status, having or having not dependants, Religious belief or political opinion, race, (including colour, nationality, ethnic or national origins, (being an Irish

Traveller), educational background, disability, sexual orientation, social or financial status or age. (See Equal Opportunities Policy).

It is the ethos of 'Creative Options Community Project' that it shall be service-user driven and led. Thus, those with lived experience of mental health issues should be adequately represented in those on the Committee and serving as Officers. Where possible, preference should be given to the appointment of people with lived experience to serve as Officers on the Committee. As such, Creative Options operates an Inclusive Governance Policy.

37) Volunteers

Anyone is welcome to offer their services as a volunteer. 'Creative Options Community Project' actively seeks to use volunteers in helping to run the organisation. All volunteers will be subject to a DBS and must offer a character reference to participate in the project. Volunteers will be required to attend specific training e.g., food hygiene, first-aid, health and safety as felt relevant. Volunteers will not be required to pay for training and may be offered out of pocket expenses. (see Volunteer job description and Equal Opportunities Policy)

Any participant who shows interest in becoming a volunteer shall be provided the relevant volunteer job description and the volunteer guideline document. (see volunteer job description and volunteer guideline documentation)

38) Attendance fees:-

Everyone attending 'Creative Options Community Project' who attends the drop-in activities is required to pay the current advertised attendance fee as agreed at the meetings. The first session is free of charge to any visitors and supporters. Visiting C.P.N's, support workers etc., will be offered one drink free of charge when attending as part of their normal work. However, food must be paid for. Volunteers are not required to pay an attendance fee if they are working. However, they are required to pay for food items. Anyone attending as a supporter for another person is not required to pay the attendance fee. However, if the person attends on their own for their own personal benefit alone, without the person they support; the attendance fee will be charged. A snack bar is available most weeks and is charged at a reasonable cost. All refreshments must be paid for. 'Creative Options' is not in a position to allow people to attend free of charge, or sustain a number of I.O.U's as the venue still has to be paid for week by week. However, under certain circumstances; discretion may be used to allow people to pay later. Any money owing should be paid by the end of the month in which it is owed.

39) Paid staff/ sessional workers:

'Creative Options Community Project' is a voluntary community project which has relied on volunteers to run. However, 'Creative Options Community Project' employs some part-time paid staff including the Project Leader, Project assistant and other part-time paid workers. It is the ethos of the organisation to, wherever possible, employ people with lived experience of mental health issues. The part-time paid staff may represent themselves at Committee meetings for the purposes of reporting and representing the current activities and needs of their specific areas of work. However, they do not have voting rights, (see section 10 regarding meetings)

40) Room-hire

'Creative Options Community Project' conducts its activities in hired premises. It is the duty of the Trustees and the Committee to make decisions regarding the suitability of premises for the undertaking of the activities of the organisation and to negotiate room hire fees with the relevant organisations from whom the charity is hiring premises.

41) Collaboration with the NHS

'Creative Options Community Project' came into existence at a time when there were many cuts in services. The NHS set up a drop-in service at Central Baptist Church for the ex-service users of Morris House. 'Creative Options Community Project' obtained grant funding and thus was enabled to set up a cafe service for these service users. Following the elapse of the period of the grant monies; the NHS agreed to continue to fund the paid member of staff to continue this service due to the success of the project. As a result of realising the impact of the work of the organisation, the NHS has agreed to collaborate further in future, including providing some funding to support the organisations' work. Creative Options Community Project looks forward with confidence to working with a number of organizations and bodies to progress its aims and objectives forming part of our Equal Opportunities and inclusiveness ethos and policies.

Other relevant documents which refer to this Constitution are:-

| | | |
|-------------------------------|------------------------|---------------------------|
| 'Guidelines For Participants' | Data Protection Policy | Volunteer Guidelines |
| Health and Safety Policy | Operating Policy | Volunteer job description |
| Membership Application form | | |
| Safeguarding adults policy | Risk assessment policy | The Terms of Reference |

Appendix

Special Notices

Section 118 of the Charities Act 2011 apply for the purposes of interpreting the terms used in this constitution.

"General Regulations" means the Charitable Incorporated Organisations (General) Regulations 2012.

"Dissolution Regulations" means the Charitable Incorporated Organisations (Insolvency and Dissolution) Regulations 2012.

The "Communications Provisions" means the Communications Provisions in [Part 10, Chapter 4] of the General Regulations.

"charity trustee" means a charity trustee of the CIO.

A "poll" means a counted vote or ballot, usually (but not necessarily) in writing.

General meetings of members

(7) Proxy voting

(a) Any member of the Charity may appoint another person as a proxy to exercise all or any of that member's rights to attend, speak and vote at a general meeting of the CIO. Proxies must be appointed by a notice in writing (a "proxy notice") which:

- (i) states the name and address of the member appointing the proxy;
 - (ii) identifies the person appointed to be that member's proxy and the general meeting in relation to which that person is appointed;
 - (iii) is signed by or on behalf of the member appointing the proxy, or is authenticated in such manner as the Charity may determine; and
 - (iv) is delivered to the Charity in accordance with the constitution and any instructions contained in the notice of the general meeting to which they relate.
- (b) The Charity may require proxy notices to be delivered in a particular form, and may specify different forms for different purposes.
- (c) Proxy notices may (but do not have to) specify how the proxy appointed under them is to vote (or that the proxy is to abstain from voting) on one or more resolutions.
- (d) Unless a proxy notice indicates otherwise, it must be treated as:
- (i) allowing the person appointed under it as a proxy discretion as to how to vote on any ancillary or procedural resolutions put to the meeting; and
 - (ii) appointing that person as a proxy in relation to any adjournment of the general meeting to which it relates as well as the meeting itself.
- (e) A member who is entitled to attend, speak or vote (either on a show of hands or on a poll) at a general meeting remains so entitled in respect of that meeting or any adjournment of it, even though a valid proxy notice has been delivered to the Charity by or on behalf of that member.
- (f) An appointment under a proxy notice may be revoked by delivering to the Charity a notice in writing given by or on behalf of the member by whom or on whose behalf the proxy notice was given.
- (g) A notice revoking a proxy appointment only takes effect if it is delivered before the start of the meeting or adjourned meeting to which it relates.
- (h) If a proxy notice is not signed or authenticated by the member appointing the proxy, it must be accompanied by written evidence that the person who signed or authenticated it on that member's behalf had authority to do so.

Use of electronic communications

(2) To the Charity

Any member or charity trustee of the Charity may communicate electronically with the Charity to an address specified by the Charity for the purpose, so long as the communication is authenticated in a manner which is satisfactory to the Charity

(3) By the Charity

(a) Any member or charity trustee of the Charity, by providing the Charity with his or her email address or similar, is taken to have agreed to receive communications from the Charity in electronic form at that address, unless the member has indicated to the Charity his or her unwillingness to receive such communications in that form.

(b) The charity trustees may, subject to compliance with any legal requirements, by means of publication on its website:–

(i) provide the members with the notice referred to in clause 11(3) (Notice of general meetings);

(ii) give charity trustees notice of their meetings in accordance with clause 19(1) (Calling meetings); [and

(iii) submit any proposal to the members or charity trustees for decision by written resolution or postal vote in accordance with the Charity's powers under clause 10 (Members' decisions), 10(3) (Decisions taken by resolution in writing).

(c) The charity trustees must:

(i) take reasonable steps to ensure that members and charity trustees are promptly notified of the publication of any such notice or proposal;

(ii) send any such notice or proposal in hard copy form to any member or charity trustee who has not consented to receive communications in electronic form.

Signaturies

.....Date.....

.....Date.....

.....Date.....

.....Date.....

.....Date.....