

CONSTITUTION
Of
STUDENT COMMUNITY ACTION NEWCASTLE
Charity Reg No 501301

A. Name

The name of the Association is Student Community Action Newcastle, (hereinafter called SCAN).

B. Administration

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

C. Objects

SCAN is established to promote any charitable purpose for the benefit of the community in the North East area, and in particular the advancement of education, relief of poverty, distress and sickness.

D. Powers

In furtherance of the aims and objects set out in the preceding clause, but not further or otherwise, the Executive Committee may exercise the following powers;

1. power to raise funds and to invite and receive contributions provided that in raising funds the Executive Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
2. power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use;
3. power subject to any, consents required by law to sell, lease or dispose of all or any part of the property of SCAN;
4. power subject to any consents required by law to borrow money and to charge all or any part of the property of SCAN with repayment of the money, so borrowed;
5. power to employ such staff (who shall not be members of the Executive Committee) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants;
6. power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
7. power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects;

8. power to appoint and constitute such advisory committees as the Executive Committee may think fit;
9. power to promote an organised co-operation in the achievement of the above objects by bringing together representatives of the institutions of Higher education within Newcastle upon Tyne area;
10. power to provide further education for students attending the above institutions by encouraging them to undertake voluntary charitable work.
11. power to compile or publish any literature, statistics or any other information bearing on education, social services or upon matters beneficial to the community and disseminate the same by any means.
12. power to do all such other lawful things as are necessary for the achievement of the objects.

E. Membership

1. **Full Membership** of SCAN shall be open to any full-time or part-time student or any graduate student of the University of Newcastle.
2. Every full member is entitled to one vote.
3. **Affiliate Membership** will be open to any current full-time or part-time student of any other institution of Higher Education within the Newcastle upon Tyne area or to anyone whom the Executive Committee wish to appoint as an advisory trustee.
4. Affiliate members may not vote at meetings of SCAN nor are they eligible to stand for election to the Executive Committee but they are eligible for appointment as an advisory trustee
5. SCAN believes that equality of opportunity is a central principle underlying all the work we do. We are trying to work against all forms of discrimination including that based on race, national or ethnic origin, religion, gender, marital status, sexual orientation, disability, age, appearance or irrelevant criminal conviction.
6. Individuals would cease to be a member, if they resign, leave the area of benefit, or act against the interests of SCAN as determined by the Executive Committee. Provided that the individual concerned shall have the right to be heard by the Executive Committee, accompanied by a friend, before a final decision is made.
7. The Executive Committee maintains the right to refuse membership to any applicant whose membership they consider would be prejudicial to the interests of SCAN, provided that the individual concerned shall have the right to know the reason for the refusal and to appeal to the Executive Committee before a final decision is made.

F. Honorary Officers

At the Annual General Meeting of SCAN the members shall elect from amongst themselves a chairperson, a secretary and a treasurer, who shall hold office from the conclusion of that meeting.

G. Executive Committee

1. The Executive Committee shall consist of not less than three members nor more than sixteen members being:
 - i. the three honorary officers specified in the preceding clause;
 - ii. not more than seven members elected at the annual general meeting who shall hold office from the conclusion of that meeting; from these elected members one shall be nominated for each of the following posts:
 - representative to union council
 - representative to welfare and campaigns
 - events officer
 - training officer
 - transport officer
 - publicity officer
 - fundraising officer

2. The Executive Committee may in addition appoint not more than five co-opted trustees, who shall be known as **advisory trustees**. No-one may be appointed as an advisory trustee if, as a result, more than one half of the members of the Executive Committee would be so appointed.

Each appointment of an advisory trustee shall be made at a special meeting of the Executive Committee called under clause J and shall take effect from the end of that meeting unless the appointment is to fill a place which has not then been vacated in which case the appointment shall run from the date when the post becomes vacant.

It is intended that the advisory trustees will have knowledge of or will be representatives of the following sectors:

- Union Society
 - University of Newcastle
 - Business
 - Charitable
 - Local Community
3. All the members of the Executive Committee shall retire from office together at the end of the annual general meeting next after the date on which they came into office but they may be re-elected or re-appointed.
 4. The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
 5. Nobody shall be appointed as a member of the Executive Committee who is aged under 18 or who if appointed be disqualified under the provisions of the following clause.

6. No person shall be entitled to act as a member of the Executive Committee whether on a first or on any subsequent entry into office until after signing in the minute book of the Executive Committee a declaration of acceptance and of willingness to act in the trusts of the Charity.

H. Determination of Membership of Executive Committee

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

1. is disqualified from acting as a member of the Executive Committee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
2. becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
3. is absent without the permission of the Executive Committee from all their meetings held within a period of six months and the Executive Committee resolve that his or her office be vacated; or
4. notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).
5. being a member of SCAN at the time of appointment, ceases to be a member of SCAN.

I. Executive Committee Members not to be personally interested

1. Subject to the provisions of sub-clause (2) of this clause] no member of the Executive Committee shall acquire any interest in property belonging to SCAN (otherwise than as a trustee for SCAN) or receive remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by Executive Committee.
2. Any member of the Executive Committee for the time being who is a solicitor, accountant or other person engaged in a profession may charge and be paid all the usual professional charges for business done by him or her or his or her firm when instructed by the other members of the Executive Committee to act in a professional capacity on behalf of SCAN: Provided that at no time shall a majority of the members of the Executive Committee benefit under this provision and that a member of the Executive Committee shall withdraw from any meeting at which his or her own instruction or remuneration, or that of his or her firm, is under discussion.

J. Meetings and proceedings of the Executive Committee

1. The Executive Committee shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the chairman or by any two members of the Executive Committee upon not less than 4 days' notice being given to the other members of the Executive Committee of the matters to be discussed but if the matters include an appointment of a co-opted member then not less than 21 days' notice must be given.
2. The chairman shall act as chairman at meetings of the Executive Committee. If the chairman is absent from any meeting, the members of the Executive Committee present shall choose one of their number to be chairman of the meeting before any other business is transacted.
3. There shall be a quorum when at least one third of the number of members of the Executive Committee for the time being or three members of the Executive Committee, whichever is the greater, are present at a meeting.
4. Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question but in the case of equality of votes the chairman of the meeting shall have a second or casting vote.
5. The Executive Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Executive Committee and any sub-committee.
6. The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
7. The Executive Committee may appoint one or more sub-committees consisting of one or more members of the Executive Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Executive Committee would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any such sub-committees shall be fully and promptly reported to the Executive Committee.
8. The Communications Officer and the Education Officer of Newcastle University Union Society will be invited to attend committee meetings as ex-officio observers, in order to act as liaison between SCAN and the Union society.
9. Two representatives from Voluntary Action Northumbria University will be invited to attend committee meetings as ex-officio observers, in order to act as liaison between SCAN and Voluntary Action Northumbria University

K. Receipts and expenditure

1. The funds of SCAN, including all donations contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of SCAN at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two authorised signatories.
 2. The funds belonging to SCAN shall be applied only in furthering the objects.
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L. Property

1. Subject to the provisions of sub-clause (2) of this clause, the Executive Committee shall cause the title to:
 - i. all land held by or in trust for SCAN which is not vested in the Official Custodian for Charities; and
 - ii. all investments held by or on behalf of SCAN;
to be vested either in a corporation entitled to act as custodian trustee or in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by the Executive Committee at their pleasure and shall act in accordance with the lawful directions of the Executive Committee. Provided they act only in accordance with the lawful directions of the Executive Committee, the holding trustees shall not be liable for the acts and defaults of its members.
2. If a corporation entitled to act as custodian trustee has not been appointed to hold the property of SCAN, the Executive Committee may permit any investments held by or in trust for SCAN to be held in the name of a clearing bank, trust corporation or any stockbroking company which is a member of the International Stock Exchange (or any subsidiary of any such stockbroking company) as nominee for the Executive Committee, and may pay such a nominee reasonable and proper remuneration for acting as such.

M. Accounts

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to:

1. the keeping of accounting records for SCAN;
2. the preparation of annual statements of account for SCAN;
3. the auditing or independent examination of the statements of account of SCAN; and
4. the transmission of the statements of account of SCAN to the Commission.

N. Annual Report

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commission.

O. Annual Return

The Executive Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commission.

P. Annual General Meeting

1. There shall be an annual general meeting of SCAN which shall be held before the end of the academic year.
2. Every annual general meeting shall be called by the Executive Committee. The secretary shall give at least 21 days' notice of the annual general meeting to all the members of SCAN. All the members of SCAN shall be entitled to attend and vote at the meeting.
3. Before any other business is transacted at the annual general meeting the persons present shall appoint a chairman of the meeting. The chairman shall be the chairman of subsequent annual general meetings, but if he or she is not present, before any other business is transacted, the persons present shall appoint a chairman of the meeting.
4. The Executive Committee shall present to each annual general meeting the report and accounts of SCAN for the preceding year.
5. Nominations for election to the Executive Committee must be made by members of SCAN in writing and must be in the hands of the secretary of the Executive Committee at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by ballot.

Q. Special General Meetings

The Executive Committee may call a special general meeting of SCAN at any time. If at least ten members request such a meeting in writing stating the business to be considered the secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

R. Procedure at General Meetings

1. The secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of SCAN.
2. The quorum for a meeting is a minimum of one-third of the total number of elected officers plus one.

S. Notices

Any notice required to be served on any member of SCAN shall be in writing and shall be served by the secretary or the Executive Committee on any member either personally or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 days of posting.

T. Alterations to the Constitution

1. Subject to the following provisions of this clause the Constitution may be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.
2. No amendment may be made to clause A (the name of charity clause), clause C (the objects clause), clause I (Executive Committee members not to be personally interested clause), clause U (the dissolution clause) or this clause without the prior consent in writing of the Commissioners.
3. No amendment may be made which would have the effect of making SCAN cease to be a charity at law.
4. The Executive Committee should promptly send to the Commission a copy of any amendment made under this clause.

U. Dissolution

If the Executive Committee decides that it is necessary or advisable to dissolve SCAN it shall call a meeting of all members of SCAN, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Executive Committee shall have power to realise any assets held by or on behalf of SCAN. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution of institutions having objects similar to the objects of SCAN as the members of SCAN may determine or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of SCAN must be sent to the Commission.

V. Adoption of constitution

This amended constitution was adopted at a general meeting of SCAN

held on _____ (date)

at _____ (place)

Signed:

Chair of Meeting:.....
(Name) (Signature)

Secretary of Meeting:.....
(Name) (Signature)