

CONSTITUTION of ST.MARY'S PARISH CENTRE MANAGEMENT COMMITTEE

Original Constitution prepared by Brutton & Co Solicitors on 25.02.2002

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Amendments to the Constitution approved by the Parochial Church Council on 12.09.2017.
Paragraph 4.7 amended to allow a 3 year term of office on 13.07.2021.

CONSTITUTION FOR ST.MARY'S PARISH CENTRE MANAGEMENT COMMITTEE

1 NAME & TRUSTEES

1.1 The name of the Committee, which is a committee of and responsible to the Parochial Church Council of the Parish of St.Mary Alverstoke (Charity Number 1130178) in the Diocese of Portsmouth ("the PCC"), shall be **St.Mary's Parish Centre Management Committee** ("the Committee").

1.2 The members of the PCC are the Trustees and owners of St.Mary's Parish Centre and the land upon which the centre is built is held in trust on behalf of the PCC by the Portsmouth Diocesan Board of Finance (Land Registry). The PCC may use the site for "such ecclesiastical and charitable purposes as they may think fit" (St.Mary Alverstoke Burial Ground Act 1965).

2. OBJECTS

On behalf of the PCC the objects of the Committee ("the Objects") are:-

2.1 To provide an attractive and well resourced meeting place and associated facilities to enhance the quality of life for those residing in the Ecclesiastical Parish of St Mary Alverstoke and elsewhere in the Borough of Gosport ("the Locality") in keeping with the wider objects of the PCC irrespective of sex, sexual orientation, race, or of political, religious or other opinions by associating together the said residents, the local authority, voluntary and other organisations in a common effort to provide facilities for their recreation, education and leisure time occupation in order to improve the conditions of life for the said inhabitants and

2.2 To repair, maintain, improve, develop and manage St.Mary's Parish Centre ("the Centre") in cooperation with the PCC and as appropriate with the local authority and any other person or body in furtherance of these objects.

3. POWERS

In furtherance of the Objects but not otherwise the Committee shall have power:-

3.1 To raise funds and invite and receive contributions by subscription or otherwise provided that the Committee complies with all relevant statutory requirements and does not engage in any permanent trading activity in raising funds for its charitable objects

3.2 To bring together and exchange information and cooperate with the charities, voluntary bodies and statutory authorities operating in furtherance of the Objects or similar charitable objects and appoint and constitute such advisory committees and working groups as they deem appropriate

3.3 To assist the PCC in employing such salaried staff as are reasonably necessary for the carrying out of the Objects and make appropriate payment to the PCC (the Employer) towards the salary, pension and associated costs such as Human Resources, Safeguarding, Legal and Training provided that no present or former member of the Committee may be so employed and prior to the engagement of any employee checks in compliance with child protection legislation are carried out with the statutory authorities.

3.4 To arrange hiring of the hall and other meeting venues in the Centre for purposes consistent with the Objects provided that the centre may not be hired for any purpose of religious worship and promotion, spirituality or any activity contrary to the tenets, principles, values and faith of the Church of England in the opinion of the PCC, other than those of the PCC in fulfilling its own charitable objects.

3.5 To give as much notice as possible in writing with regard to any change of hiring; noting that the regular hiring of the hall and other meeting venues does not confer upon the hirer the right over that time or space in the Centre, rather the Committee in giving as much notice as possible may offer an alternative space or cancel a booking in furtherance of the Objects; for example that the Centre may be used for the AGM of the Committee or as a Polling Station; or in realizing the wider objects of the PCC that, for example, it may be used for the Induction of a new Incumbent for Alverstoke Parish.

3.6 To hire the hall and other meeting venues in the Centre to regular users for up to one year upon which such hiring arrangements must be reviewed.

3.7 To annually review the space and programme of hiring and work to maximise the use of the Centre in fulfilling the Objectives in fairness to the users and in the opinion of the Committee; and should any changes to hiring be required to give as much notice as possible in writing with regard to any change of hiring; noting that the regular hiring of the hall and other meeting venues does not confer upon the hirer the right over that time or space in the Centre, rather the Committee in giving as much notice as possible may offer an alternative space or cancel a booking in furtherance of the Objects.

3.8 To ensure that all users of the Parish Centre abide by the 'Safeguarding of Children and Vulnerable Adults Policy' of the PCC and that formal organisations demonstrate that they have in place their own safeguarding policy and measures.

3.9 To arrange all insurance and licences required for the Centre and its operation, maintain and comply with a Health and Safety Policy and all requirements of the fire authority the local authority and other statutory bodies as to the use and occupation of the Centre

3.10 To maintain and equip for use any property necessary for the achievement of the Objects the PCC agree to buy, take on lease or in exchange hire or otherwise acquire and to borrow money for that purpose upon repayment and other terms first approved in writing by the PCC

3.11 Such other lawful things necessary for the achievement of the Objects as have been approved in writing by the PCC.

4. MEMBERSHIP

4.1 Membership of the Committee shall be open irrespective of sex, sexual orientation, political opinion, nationality or religion or race to any individual aged eighteen years or over living in the Locality other than a person who:-

- 4.1.1 Has been convicted of an offence involving violence deception or dishonesty which is not spent under the Rehabilitation of Offenders Act 1974
- 4.1.2 Been convicted of any sexual offence against a child or young person
- 4.1.3 Is an undischarged bankrupt or has entered into a formal arrangement with creditors under the provisions of the Insolvency Act 1986
- 4.1.4 Has been previously removed from the trusteeship of a charity by a Court or the Charity Commission or is otherwise disqualified from being a charity trustee
- 4.1.5 Is disqualified from being a company director

4.2 The Committee shall comprise the Rector or the Rector's nominee as Chairperson, four other representatives of the PCC, four representatives of the users of the Centre and one representative of the local authority.

4.3 The representatives of the PCC shall be elected at the meeting of the council in May during each calendar year.

4.4 A Secretary and a Treasurer shall be appointed by the Committee at its next meeting after the May meeting of the PCC.

4.5 The representatives of the user groups shall be elected at the Annual General Meeting of the Committee and confirmed in office at the May meeting of the PCC.

4.6 Each current Centre user group will be invited to nominate and second in writing a candidate for membership of the Committee by the end of February ahead of the Annual General

Meeting of the PCMC. If more than four nominations are received then an election shall be held by ballot ahead of the AGM. Each user group may cast a single transferrable vote on a ballot paper by the end of March to elect community user group members who will be declared at the AGM in April.

4.7 Each member of the Committee shall hold office for three years and shall be eligible for re-election

4.8 Every member of the Committee must consent in writing to his or her appointment and sign the minute book to that effect and any appointment must also be resigned in writing on fifty-five days notice.

4.9 A person shall immediately cease to be a member in the event of mental incapacity or one of the disqualifications set out in clause 4.1 applying to him or her

4.10 A member of the Committee may be expelled forthwith for misappropriation of funds or any other gross misconduct including bringing the Committee into disrepute

4.11 In the event of dispute as to whether a member has ceased to be a member or been validly expelled by the Committee there shall be a right of appeal to the PCC and at the meeting of the PCC considering that appeal the member the Committee has resolved to be expelled shall have the right to be accompanied and/or represented

4.12 The Committee may from time to time co-opt non-members on to advisory committees working groups or the Committee itself for the duration of a specific task

4.13 The local authority representative shall join the Committee at any time in keeping with the appointment procedure for community representatives by the authority.

5. MANAGEMENT

5.1 The Committee shall provide a report on its activities to the PCC at least two weeks prior to every meeting of that body and a written annual report to the Annual Parochial Church Meeting

5.2 The duties of the Secretary shall be:-

5.2.1 to conduct the administration of the Committee

5.2.2. to be responsible for official correspondence

5.2.3 to prepare agendas for and notices to convene Committee meetings

5.2.4 to prepare and keep minutes of all meetings to be displayed on a notice board in the Centre between meetings

5.3 The duties of the Treasurer shall be:-

5.3.1 to receive all monies and pay them forthwith into the Committee's bank account

5.3.2 pay all outgoings in respect of the Centre

5.3.3 maintain and complete accurate up to date accounts to be produced for inspection at every Committee meeting

5.3.4 to prepare an annual report balance sheet and accounts at the end of each calendar year to be presented to the Annual General Meeting of the Committee and in the reports of the Annual Parochial Church Meeting.

5.3.5 to prepare a cost analysis covering the delivery of the Objectives and schedule of works in order to guide the Committee in the setting of hourly rates for the hire of rooms.

5.3.6 to inform the Committee and the PCC of the equivalent monetary value of the use of the Centre by the PCC in furtherance of its objectives.

5.3.7 to co-operate with the Hon.Treasurer of the PCC in terms of accounting procedures, back-up of records and best financial practices in fulfilling the Objects.

5.4 The Committee may form an Executive Committee comprising the Chairperson, Treasurer, Secretary and two other Committee members decided on by the majority of them to carry out such of its functions as are necessary between its meetings and a report of the activities of such Executive Committee shall be provided at every meeting of the Committee.

6. PROCEEDINGS AT MEETING

6.1 Every member shall have a single vote and in the event of a tied vote the Chairperson shall have a second or casting vote

6.2 A quorum for a meeting of the Committee shall be five voting members and if that number is not present within ten minutes of the time set for the commencement of the meeting it shall be adjourned to a later date

6.3 The Committee may conduct its meetings as it thinks fit but shall hold a meeting at least every four months and an Annual General Meeting every twelve months during the month of April.

6.4 The Chairperson shall be entitled to preside at all meetings but if the Chairperson is not present within ten minutes of the start of the meeting then the members present will choose one of their number to chair that meeting.

6.5 In the case of a Committee meeting at least fourteen days notice and in the case of the Annual General Meeting of the Committee at least twenty-eight days notice shall be given of the date and venue.

6.6 At the Annual General Meeting the annual report and accounts shall be presented and the advisory committees or working groups shall present their reports. The AGM shall also provide a forum for user group and community feedback, comment and discussion in furtherance of the Objectives.

6.7 The Committee shall annually affirm the Constitution at the first meeting following confirmation of members at the May meeting of the PCC.

7. FINANCE

7.1 All money property and other assets of the Committee shall be applied solely towards the achievement of the Objects of the Parish Centre within the wider objects of the PCC.

7.2 The Committee shall ensure proper accounting records are kept which provide a true and balanced view of the financial position and transactions of the Committee which shall be available for inspection by the members at any time at the Centre or such other place as the Committee deem appropriate

7.3 The accounts shall be provided to the PCC for inclusion in their annual accounts and subject to independent examination

7.4 The financial year of the Committee shall end on 31st December in each calendar year and its accounts shall be prepared to that date

7.5 The Committee shall maintain a Bank account and the signatures of any two of the authorised signatories shall be required on all cheques. All receipts of the Committee shall be paid forthwith in to that account and a full record thereof maintained. Any proposed change in Bank must be agreed by the PCC Treasurer in advance of a new account being opened.

7.6 The Committee shall contribute towards the costs incurred by the PCC in the employment of staff reasonably required for carrying out the Objects and towards costs of the Parish Share which provides Human Resources, Safeguarding, Legal, Training, Communications, Website and other central services in support of the Objects from the Diocese of Portsmouth.

8.0 PREMISES

8.1 The Committee shall repair and maintain the building and grounds of the Centre as necessary.

8.2 The Committee shall decorate the interior and exterior of the Centre whenever necessary and in the event of them failing to do so will reimburse to the PCC the cost of their doing so.

8.3 The Committee shall have the gas electricity water and drainage connections to the Centre checked by professionally qualified persons whenever necessary and provide evidence to the PCC of regular services and examination of the gas and electrical equipment in accordance with statutory requirements and display the relevant certificates at the Centre.

8.4 The Committee shall maintain Public Liability and Employers Liability cover at all times in respect of the Centre and display the certificates in relation thereto at the entrance to the Centre the Committee shall also maintain insurance of the building and its contents and provide evidence of the terms and payment of the premium to the PCC immediately the same has been effected each year.

8.5 The Committee shall comply with all restrictive and other covenants affecting the title to or the use of the Centre.

9. INDEMNITY

9.1 The Committee may insure its members against liability incurred in relation to the execution of that office when acting in good faith and on proper professional advice.

9.2 The Committee shall indemnify its members in respect of liability incurred in relation to acting in that capacity in good faith, but no such indemnity shall be provided in respect of a claim arising from an act or omission of that member of the Committee which is contrary to law in breach of trust or otherwise contrary to the provisions of this Constitution.

10. AMENDMENTS

10.1 The Committee may pass a resolution by majority of members present and voting at a meeting of the Committee to request of the PCC that the PCC make amendment to the provisions of this Constitution. At least twenty-eight days notice of such resolution must be given to the members of the Committee outlining the recommended alteration.

10.2 The provisions of this Constitution may be altered by resolution passed by a majority of the members present and voting at a PCC meeting. At least twenty-eight days notice of such a resolution proposed must be given to members of the PCC and the Committee and the Committee be given an opportunity to make representation to the PCC should it be that the proposed amendment has not come to the PCC from the Committee.

11. DISSOLUTION

11.1 The Committee may be dissolved by a resolution of at least three quarters of the members present and voting at a PCC meeting. At least twenty-eight days notice of such a meeting stating the terms of the resolution to be proposed must be given to the members of the PCC and the Committee and the Committee given an opportunity to make representations to the PCC.

11.2 In the event of dissolution of the Committee any remaining assets will be transferred to the PCC to be applied for the Objects of the Parish Centre within the wider objects of the PCC.

ORIGINAL EXECUTION:

IN WITNESS whereof this Deed has been executed the 7th day of April 2002.

SIGNED SEALED and DELIVERED by the REVEREND CANON EDWARD ARTHUR GOODYER the Chairman and PETER JOHN CAMP and DARREN ANTHONY CLARKE
Two members of the PCC present at the meeting on the 19th day of September 2000 (*written over 2001*) at which it was resolved that this deed be executed in the presence of:-

Witness: Paul Victor Pilott

Address: Flat 1 Stokehurst, Anglesey Road, Alverstoke, Gosport

Occupation: Musician

AMENDED EXECUTION:

IN WITNESS whereof and following due process of the original, this amended Deed has been executed the 12th day of September 2017.

SIGNED SEALED and DELIVERED by
The Reverend ANDREW PETER NORRIS the Chairman ...

and PETER JOHN CAMP ...

and KAY HOWARD ...

Two members of the PCC present at the meeting on the 12th day of September 2017 at which it was resolved that this deed be executed, signed by them in the presence of:-

Witness: ...

Address:

Occupation: