

Constitution of Alderney Children's Centre

1. NAME & COMPANY STATUS:

The name of the organisation is "Alderney Children's Centre." The Centre will be an unincorporated association. The Centre has no affiliation or relationship with any existing non-profit organisation at the time of this constitution.

2. ORGANISATIONAL STRUCTURE:

Overview: The organisation shall consist of three principal officers who lead a Committee. The Committee, formed of appointed Committee Members, are responsible for ensuring the organisation abides by the constitution and consistently follows the objectives and overall mission of the organisation (see Section 5 for further details). Other organisations and individuals can join the Centre's membership as "Members". Separate from the Membership and the Committee, a Chief Executive Officer is employed under the direction and oversight of the Committee.

Principal Officers

- a) Chairperson: Katherine Elizabeth Kissick. The Chairperson provides leadership and direction to the Committee, ensuring that it efficiently fulfils its responsibilities for the overall governance and strategic direction of the Alderney Children's Centre.
- b) Secretary: Ashley Ian Winnett. The Secretary is responsible for the smooth and efficient running of meetings, ensuring that all meetings are properly minuted, and ensuring that all necessary documents (like annual returns, registrations, and updates) are appropriately filed. The Secretary also handles the correspondence of the Committee and is responsible for communications with members or stakeholders.
- c) Treasurer: Laura Bridget Baines. The Treasurer oversees the financial condition of the Alderney Children's Centre. This role includes budgeting, financial forecasting, and the creation of financial statements. The Treasurer ensures that the organisation's finances are managed responsibly and in line with legal requirements. The Treasurer may delegate accounting tasks to a third party, accredited professional but full responsibility for the oversight, accuracy and submission of financial affairs lies with the appointed Treasurer.

Other Managing Officials

- a) Chief Executive Officer (CEO): appointed under contract by the Committee, the CEO is permitted to attend Committee meetings but is not given voting rights. The CEO will oversee the day to day operations, management and strategic direction of the organisation under the direction and scrutiny of the Committee. The CEO is the operations lead of the organisation, and the Committee its governance.

All principal officers have affirmed they have no criminal convictions. The nature of the organisation mandates that any member or individual with access to data, facilities, children, or other organisational resources will undergo a comprehensive, enhanced DBS check.

All principal officers/managing officials' duties, responsibilities and boundaries all fall under that which is described in the Committee section, unless stated otherwise.

3. OBJECTIVES:

The Alderney Children's Centre's objectives are to:

- a) Offer educational and advisory services to the children and families of Alderney.
- b) Serve as a community hub for family engagement, learning, and support.
- c) Provide recreational facilities and promote physical and creative activities.
- d) Facilitate cultural enrichment events, theatre performances, cinema events, and festivals for children.
- e) Facilitate social services implementation between Guernsey and Alderney.
- f) Disseminate parental and family education through workshops and resources.

4. POWERS:

In the pursuance of the objectives set out above, the organisation may:

- a) Procure and manage funds through donations, grants, memberships, or other legitimate means.
- b) Purchase, lease, or receive property and assets essential for the organisation.
- c) Appoint, employ, and compensate staff after ensuring transparent recruitment processes.
- d) Collaborate with other charities, institutions, or organisations with aligned objectives.
- e) Host, organise, and participate in events, seminars, and outreach programs.
- f) Conduct any other lawful activities beneficial to the organisation.

5. THE COMMITTEE:

5.1. Definitions and terms of the Committee

- a) **Composition:** The Committee of Alderney Children's Centre shall consist of the Chairperson, Secretary, Treasurer and other elected or co-opted members. The Committee shall have a minimum of three and a maximum of twelve members. Three members should hold the title of Chairperson, Secretary and Treasurer at all times.
- b) **Role:** The Committee is responsible for the overall management, direction, and oversight of the organisation, ensuring that it remains focused on its objectives and operates in a transparent, lawful, and ethical manner.
- c) **Tenure:** Committee members, excluding the principal officers, shall be elected during the AGM and serve for a period of two years, after which they can either seek re-election or be replaced. No member, excluding the principal officers as outlined in section 2, shall serve on the Committee in the same capacity for more than three consecutive terms. However in view of the limited population on Alderney, a member of the committee can be granted exemption from this term with the permission of the Chairperson and at least one further Committee member. Members may be re-elected following at least one non-serving term, unless an exemption is granted.
- d) **Meetings:** The Committee shall convene at least termly for regular meetings. Special meetings can be convened upon the request of any two Committee members with a notice

of at least ten working days. Minutes of all meetings shall be documented and made available to relevant stakeholders.

- e) **Decision Making:** Decisions shall generally be made by consensus. In instances where a vote is required, decisions shall be made by a simple majority of the members present. The Chairperson shall have a casting vote in case of a tie.
- f) **Sub-committees:** The Committee has the power to form sub-committees or working groups, as it deems necessary, to address specific tasks or objectives. Such sub-committees shall report back to the main Committee.
- g) **Vacancies:** Should a Committee position become vacant between AGMs, the Committee has the authority to co-opt a member to fill the vacancy until the next AGM.
- h) **Conflict of Interest:** Any Committee member (including the Managing Officials) with a potential conflict of interest in a matter under discussion must declare it upon application and election and absent themselves from any discussion in which it is possible that a conflict will arise between their duty to act solely in the interest of the charity and any personal interest (including, but not limited to, any financial interest)
- i) **Removal:** A Committee member may be removed for misconduct, neglect of duties, or actions detrimental to the organisation, upon a majority vote of the remaining Committee members.

5.2. Duties and responsibilities of the Committee

All members of the Committee will receive a copy of the constitution and sign an agreement that acknowledges their understanding of the constitution including the Alderney Children's Centre's objectives along with the committees members obligation to the following duties/responsibilities

- a) The Committee should consist of a majority of Alderney residents.
- b) Committee members acknowledge that they may only act in accordance with the powers afforded by the Constitution
- c) The Committee should take all reasonable measures to serve the objective of ensuring that the financial position of the organisation is satisfactory and prudent for the purposes of the organisation's mission or objectives
- d) The Committee must ensure that there are measures in place that enable the organisation to achieve its purpose and mission or objectives effectively and to fulfil its other obligations under its constitution
- e) The activities of the organisation and the performance of the committee are reviewed annually to ensure that the organisation's mission is being achieved effectively.
- f) The Committee should ensure that the organisation discharges any legal obligations to which it is subject
- g) All Committee members acknowledge that they have a duty to act in good faith at all times, with a general duty of care upon election to the Committee.
- h) All committee members are required to complete a curriculum vitae showing that they have the appropriate skills and experience to execute their role on the Committee.
- i) It is agreed that all members of the Committee do so as volunteers and no remuneration is provided.

6. MEMBERSHIP:

- a) Definition: Individuals or organisations can apply for membership to the Centre. They will be direct recipients of regular organisational updates, first priority for events and activities and be invited to attend the AGM.
- b) Eligibility: Membership is open to any individual or organisation aligned with the organisation's objectives and willing to adhere to its guidelines.
- c) Admission: The committee shall have the right to approve or reject applications, ensuring non-discrimination. Membership will not be denied on the basis of race, ethnicity, religion, gender, sexual orientation, disability or other such characteristic.
- d) Obligations: Members must uphold the organisation's objectives and abide by its constitution.
- e) Suspension and Termination: The committee can suspend or terminate a member for misconduct or breach of the constitution, given proper justification and after allowing the member to present their case.
- f) Fees: Members of the organisation are required to pay an annual membership fee determined by the Committee. The membership fee shall be used to support the organisation's activities, programs and initiatives.
- g) Financial Statements: Members have the right to view the annual financial statements of the organisation following a reasonable period from the end of the accounting period.
- h) Meetings: Members are invited to the Annual General Meeting (AGM) and may be able to vote on certain matters determined by the Committee, if the need arises. Members can invoke special meetings with the minimum support of 6 members.

7. MEETINGS:

- a) Annual General Meeting (AGM) will be held once per year. See section 6.
- b) Special Meetings: Can be convened upon the request of a minimum of two members of the committee (or 6 members of the membership), given 10 working days notice.
- c) Regular Meetings: The committee will meet termly for routine management. Minutes shall be recorded and made accessible to members.

8. ANNUAL GENERAL MEETING (AGM):

- a) Purpose: The AGM serves as a platform for reporting the organisation's activities, financial status, and progress towards its objectives over the past year. It also facilitates the election of Committee members and provides members an opportunity to discuss and decide on future directions.
- b) Frequency: The AGM shall be held once every year, at an interval not exceeding 15 months between meetings.
- c) Notice: All members of the Alderney Children's Centre shall receive a written notice at least 30 days in advance of the AGM. The notice will include the date, time, venue, and provisional agenda of the meeting.
- d) Agenda: The typical agenda for the AGM shall include:
 - Confirmation of the minutes of the previous AGM
 - A review of the Committee, its policies and procedures to ensure that Alderney Children's Centre continues to achieve its objectives effectively and fulfils all other

obligations under its constitution, and to discharge any legal obligations to which it is subject.

- Chairperson's report on the year's activities
 - Presentation of the financial statements
 - Election of new Committee members (if applicable)
 - Discussion and approval of future plans
 - Any other business (to be submitted in writing to the Secretary at least 14 days before the AGM)
- e) Voting: Each member is entitled to one vote. Decisions will generally be made by a simple majority. In case of a tie, the Chairperson shall have a casting vote.
- f) Minutes: Minutes of the AGM shall be taken by the Secretary or an appointed person, to be confirmed and adopted at the subsequent AGM.
- g) Special or Extraordinary General Meetings: Besides the AGM, Special General Meetings can be convened if the Committee deems it necessary or upon a written request by at least 6 persons in the membership. Such meetings will follow similar protocols to the AGM for notice and voting but will address specific issues mentioned in the request.

7. FINANCE:

- a) The Treasurer shall maintain transparent and accurate financial records.
- b) All funds will be held in an account under the organisation's name, requiring signatures of two designated committee members for withdrawals.
- c) Expenditure will strictly be in line with the organisation's objectives.
- d) The annual financial statements will be completed by a qualified accountant and given the relatively small size and low complexity of the organisation will not be required to be independently audited or examined.
- e) The Committee should annually review the need for the organisations annual financial statements to be independently audited should the organisation grow substantially.
- f) Members have the right to view the annual financial statements of the organisation following a reasonable period from the end of the accounting period

8. AMENDMENTS:

Constitutional amendments require a two-thirds majority of members present at the AGM or a special meeting, provided they received at least 30 days notice about the proposed changes.

9. DISSOLUTION:

If necessary to close the organisation, any remaining assets, after settling debts, shall be donated to a local organisation with similar objectives. The decision requires a two-thirds majority at a special meeting convened for this purpose.

10. REMUNERATION:

- a) It is agreed that all members of the Committee do so as volunteers and no remuneration is provided.
- b) Should any member of the Committee incur expenses whilst undertaking their duties for the organisation, such expenses may be reimbursed following written approval from the treasurer following approval from the remaining Committee
- c) Any remuneration or reimbursement arrangements will be transparent and documented in the organisation's annual financial statements, ensuring compliance with legal and regulatory guidelines.

11. ADMINISTRATION OF ASSETS:

- a) Purpose of Assets: All assets of the organisation shall be utilised exclusively for the furtherance of its charitable purposes as outlined in this constitution. The Committee shall ensure that the administration of assets remains consistent with the organisation's mission and objectives.
- b) Management Authority: The administration and management of the organisation's assets shall be entrusted to the Chief Executive Officer appointed in position by the principal officers of the Committee. The Chief Executive Officer's actions will be overseen by the Committee and any significant decisions must have explicit and recorded approval.
- c) Asset Allocation: The Committee shall determine the allocation of funds to support the organisation's programs, initiatives, and operational needs. Reserves may be established to ensure financial stability and to meet future obligations or contingencies.
- d) Disposition of Assets: In the event of the dissolution of the organisation, any remaining assets, after settling debts, shall be donated to a local organisation with similar objectives. The decision requires a two-thirds majority at a special meeting convened for this purpose.