



Welcombe Radio Constitution

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Introduction:

Welcombe Radio is made up of volunteers who are interested in supporting the local community through the medium of radio. The work of the radio station is aimed at helping develop and strengthen the bonds within the community, connecting with both individuals, groups and organisations. This constitution sets out how Welcombe Radio is set up and how it will operate for the benefit of all who join it as a volunteer.

1.00: Name

The name of the organisation is, Welcombe Radio.

2.00: Objects

2.01: Ethos

- To be run for the community by the community.
- To behave in a way that is conducive to promoting a harmonious Broadcasting environment.
- Dedicated to the pursuit of excellence.
- To treat others with respect, be reliable, supportive, respective, open minded and open to learn.
- To collaborate with other organisations.
- To celebrate the achievements of local communities, organisations, groups, projects and events.
- To support and give voice to local communities, organisations, groups, projects and events.
- To strive to operate in a professional, inquisitive and curious manner.
- To operate as an independent non-political, non-religious organisation.

2.02: Aims

Welcombe Radio is a not-for-profit community-based, volunteer-run radio station which aims to serve the local community by providing a platform for individuals and groups to disseminate, inform, educate and entertain.

2.03: Objectives

- To provide a suitably equipped, comfortable, safe broadcasting environment.
- To provide basic training and on-going support including technical.
- To provide a wide range of programmes reflecting the interests of the local community.
- To promote the radio station to the local community.

- To act as a network hub for local organisations and individuals.
- To become an integral part of the local community through participating in local events.
- To become a resource for the local community through providing education and entertainment.
- To provide opportunities for local people and organisations to become involved in the experience of broadcasting.
- To support local organisations through prior advertising and broadcasting of their events.
- To provide a bank of resources in support of broadcasters including music, memory sticks, recording equipment, headphones, cameras and the assistance to edit programs.

Nothing in this constitution shall authorise an application of the property of the organisation for purposes which are not charitable.

3.00: Membership

3.01: Membership Eligibility

A standard membership is open to individuals after their eighteenth birthday while a junior membership is available for individuals between the ages of 12 and 18:

- Are approved by the trustees after considering the application and the recommendation of the Membership Committee if so established.
- Membership will not be limited in any way on grounds of race, creed, age, disability, gender, sexual orientation or political opinion. For more details please refer to the Welcombe Radio Station Equal Opportunities Policy.
- The trustees may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of Welcombe Radio to refuse the application.
- The trustees must inform the applicant in writing of the reasons for the refusal within twenty eight days of the decision.
- The trustees must consider any written representations the applicant may make about the decision. The management team/trustees' decision following any written representations must be notified to the applicant in writing but shall be final.
- Membership is not transferable.

3.02: Membership Register

The trustees must keep a register of names, addresses and as applicable email addresses of the members which must be made available to any member upon request. See Privacy Policy

3.03: Termination of Membership

Membership is terminated if:

- The member dies.
- The member resigns by written notice to Welcombe Radio unless, after the resignation, there would be less than two members.
- Any sum due from the member to Welcombe Radio is not paid in full within three months of it falling due.
- The member is removed from membership by a resolution of the trustees because this is deemed to be in the best interests of Welcombe Radio.
- A resolution to remove a member from membership may only be passed if:
 - the member has been given at least twenty eight days' notice in writing of the meeting of the trustees at which the resolution will be proposed and the reasons why it is to be proposed;
 - the member or, at the option of the member, the member's representative (who need not be a member of Welcombe Radio) has been allowed to make representations to the meeting.

4.00: Management Committee

Welcombe Radio and its property shall be managed and administered by a committee comprising the officers and other members elected in accordance with this constitution. The officers and other members of the committee shall be the trustees of Welcombe Radio and in this constitution are together called, the trustees.

4.01: Welcombe Radio shall have the following officers:

- A chair
- A secretary
- A treasurer

A trustee must be a member of Welcombe Radio or the nominated representative of an organisation that is a member of Welcombe Radio.

No one may be appointed a trustee if he or she would be disqualified from acting under the provisions of section 18.

The number of trustees shall be not less than three and not more than ten.

The first trustees (including officers) shall be those persons elected as trustees and officers at the meeting at which this constitution is adopted.

A trustee may not appoint anyone to act on his or her behalf at meetings of the trustees.

4.02: Appointment of Trustees

Welcombe Radio in general meeting shall elect the officers and the other trustees.

The trustees may appoint 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.

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.

Any person wishing to be a trustee must be nominated by a member of Welcombe Radio at least fourteen days prior to the general meeting.

4.03: Powers of Trustees

The trustees must manage the business of Welcombe Radio and have the following powers in order to further the objects (but not for any other purpose).

No alteration of this constitution or any special resolution shall have retrospective effect to invalidate any prior act of the trustees.

4.04: Disqualification and removal of Trustees

A trustee shall cease to hold office if he or she:

- is disqualified from acting as a trustee by virtue of sections 178 and 179See appendix ? of the Charities Act 2011 (or any statutory re-enactment or modification of that provision);
- ceases to be a member of Welcombe Radio;
- resigns as a trustee by notice to Welcombe Radio (but only if at least two trustees will remain in office when the notice of resignation is to take effect); or
- is absent without the permission of the trustees from all their meetings held within a period of six consecutive months and the trustees resolve that his or her office be vacated.

4.05: Proceedings of trustees

Any trustee may call a meeting of the trustees.

The quorum shall be three or the number nearest to one-third of the total number of trustees, whichever is the greater.

A trustee shall not be counted in the quorum present when any decision is made about a matter upon which that trustee is not entitled to vote.

If the number of trustees is less than the number fixed as the quorum, the continuing trustees or trustee may act only for the purpose of filling vacancies or of calling a general meeting.

If the Chair is unwilling to preside or is not present within ten minutes after the time appointed for the meeting, the trustees present may appoint one of their number to chair that meeting.

Any decision needing trustee approval can be made in writing by a quorum of trustees.

4.06: Conflicts of interests and conflicts of loyalties

A charity trustee must:

- declare the nature and extent of any interest, direct or indirect, which he or she has in a proposed transaction or arrangement with Welcombe Radio or in any transaction or arrangement entered into by Welcombe Radio which has not been previously declared; and
- absent himself or herself from any discussions of Welcombe Radio trustees in which it is possible that a conflict will arise between his or her duty to act solely in the interests of Welcombe Radio and any personal interest (including but not limited to any personal financial interest).
- Any charity trustee absenting himself or herself from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of Welcombe Radio trustees on the matter.

4.07: Saving provisions

All decisions of Welcombe Radio trustees, or a committee of Welcombe Radio trustees, shall be valid even if a trustee who participated in a vote is:

- is disqualified from holding office;

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

The only exception of this clause is a decision by the trustees to confer a benefit upon a Welcombe Radio trustee.

4.08: Delegation

The trustees may delegate any of their powers or functions to a committee of two or more trustees and other members but the terms of reference of any such delegation must be recorded in the minute book.

The trustees may impose conditions when delegating, including the conditions that:

- the relevant powers are to be exercised exclusively by the committee to whom they delegate;
- no expenditure may be incurred on behalf of Welcombe Radio except in accordance with a budget previously agreed with the trustees.
- The trustees may revoke or alter a delegation.
- All acts and proceedings of any committees must be made available to the trustees.

4.09: Minutes

The trustees must keep minutes of all:

- appointments of officers and trustees made by the trustees;
- proceedings at meetings of Welcombe Radio;
- meetings of the trustees and committees of 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.
 - the date of the next meeting.

4.10: Registered particulars

The trustees must notify the Commission promptly of any relevant changes to Welcombe Radio.

4.11: Repair and insurance

As tenants of the Stratford Town Trust the trustees of Welcombe Radio will ensure that Welcombe Radio has adequate insurance against fire and all other usual risks of the areas of the Foundation House building licensed for use by Welcombe Radio.

5.00: Finance

5.01: Funds

The funds of the organisation including all donations, contributions and bequests, shall be paid into an account operated by the management committee. All money raised by or on behalf of the Welcombe Community Radio Station is only to be used to further the aims of the Welcombe Community Radio Station.

5.02: Role of Treasurer

The Treasurer, assisted as necessary, shall keep proper accounts of the finances of the organisation. The Treasurer will give a financial statement at each meeting.

5.03: Signatories

Two signatories to the account will be nominated by the Committee, one of which will be the Treasurer. The signatories must not be related nor members of the same household.

5.04: Finance Report

A finance report will be produced annually by an independent accountant before the Annual General Meeting.

Any volunteer or radio show which wishes to raise money for the Welcombe Community Radio Station must notify the Station Manager and Treasurer and if the project is agreed appoint a project manager.

Any volunteer or radio show who wants to use the platform of the Welcombe Community Radio Station to help raise money for another organisation must notify the Station Manager.

6.00: Application of income and property

The income and property of the charity shall be applied solely towards the promotion of the objects, (see Finance and Governance Policy).

7.00: Meetings

All matters that arise at any meeting will be discussed openly and the meeting will seek to find general agreement that everyone present can agree to. If a consensus cannot be reached a vote will be taken and a decision will be made by a simple majority of members present. In the event that the number of votes cast is equal on each side, the chair of the meeting shall have an additional casting vote.

The Secretary will collate the minutes from each meeting and forward them to the membership.

7.01. The Annual General Meeting

The annual general meeting will be held once a year in the Spring and no longer than 13 months after the previous AGM.

Nominations for posts on the committee will be able to be submitted one month before the annual general meeting is held.

Everyone who is on the members list will be notified of the meeting 12 weeks before it is held by the Secretary, including the date, time, and venue.

Members can submit items for discussion up to 7 days before the AGM is held. The agenda will be forwarded to all members 7 days before the meeting.

The quorum for the meeting must be 50% of the membership or not less than 15 people, whichever is the greatest number.

The management committee will present a report of the work of the Welcombe Community Radio Station over the year.

The management committee will present the accounts of the Welcombe Community Radio Station for the previous year.

The Committee for the next year will be elected.

7.02. Committee Meetings

Committee meetings will be held once every 2 months.

The quorum for each meeting will be 5 members.

Other members are able to attend any committee meeting if they have given prior notification to the Chair and Secretary.

Prior to each meeting the Secretary will send out notification of the date, time, venue, agenda and who will be attending.

The date for the next meeting will be agreed at the end of each meeting.

7.03. General Meetings

A general meeting will be held twice a year, the first 4 months on from the Annual General Meeting and the second 4 months after that.

The quorum for the meeting will be 50% of the membership or not less than 15 people, whichever is the greatest number.

Everyone who is on the members list will be notified of the meeting 6 weeks before it is held by the Secretary.

The Secretary will inform each member of the date, time, venue and agenda.

7.04: Special General Meetings

The Secretary may call a Special General Meeting at the request of the majority of the committee or at least 10 other members giving a written request to the Chair or Secretary stating the reason for their request.

The meeting will take place within twenty one days of the request.

All members will be given 14 days' notice of such a meeting, giving the venue, date, time and agenda.

The quorum for the Special General Meeting will be 30% of the membership or 15 members, whichever is the greater number.

8.0. Changes to the Constitution

Amendments to the constitution may only be made at the Annual General Meeting or a Special General Meeting.

Any proposal to amend the constitution must be given in writing to the Secretary who is to inform all other members of the committee.

The proposal must then be circulated with the notice of meeting.

The Secretary will inform each member of the date, time, venue and agenda.

The quorum for the meeting will be 60% of the membership or not less than 20 people, whichever is the greatest number.

9.0. Dissolution of the organisation

If a committee meeting, by simple majority, decides that it is necessary to close down the Welcombe Community Radio Station it may call a Special General Meeting to do so.

The sole business of this meeting will be to dissolve the Association.

The Officers of the Committee will be responsible for carrying out the dissolution.

The Press Officer will be responsible for placing a press notice in a local newspaper informing the public that the Welcombe Community Radio Station is being dissolved.

A period of one month from the date of the special general meeting and the agreement to dissolve will be established to give the opportunity to other members of the local community who are interested in creating their own local community radio station to come forward and enter negotiations with the Welcombe Community Radio Station committee for the equipment belonging to the station.

A final account report must be attained by an independent accountant.

If it is agreed to dissolve the Welcombe Community Radio Station all remaining money and other assets, once outstanding debts have been paid, will be donated to a local charitable organisation. The organisation to be agreed at the meeting which agrees the dissolution.

The Treasurer and other account signatory will be responsible for closing the Station's bank account.