

CONSTITUTION OF CHERNOBYL'S ANGELS OF HOPE

1 NAME:

The name of the charity is "Chernobyl's Angels of Hope" ("the charity")

2 OBJECTS AND POWERS:

2.1 The charity is established to provide the relief of poverty, and to advance the health of, any children from the Mogilev region of Belarus ("the objects"), in need of relief (by reason of ill-health, financial hardship and deprived living conditions, due to the effects of the 1986 Chernobyl nuclear disaster) with care and respite in Scotland. And, furthermore, to improve their living conditions with the supply and transport of humanitarian aid to the Mogilev region of Belarus.

2.2 To carry out the above, the charity shall have the following powers:-

- i. To raise funds and invite and receive contributions provided that in raising funds the charity shall not undertake any substantial permanent trading activity and shall conform to any relevant statutory regulations.
- ii. To buy, take on lease or exchange, hire or acquire any property necessary for the achievement of the objects and equip it for use.
- iii. To co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or similar charitable purposes and to exchange information and advice with them.
- iv. To establish or support any charitable trusts, associations or institutions formed for the objects or any of them.
- v. To appoint working groups as the Executive Committee may think fit.
- vi. To permit any investments comprised on the charity's assets to be held in the name of any clearing bank, any trust corporation or any stock broking company which is a member of the Stock Exchange as nominee for the charity, and to pay the nominee reasonable remuneration for acting as such.
- vii. To delegate to any one or more of the members of the Executive Committee the transaction of any business, or the performance of any act required to be transacted or performed in the execution of the trusts of the charity. The Executive Committee shall exercise reasonable supervision over any such person or persons acting on their behalf under this provision and shall ensure that all their proceedings are fully and promptly reported to them.

3 MEMBERSHIP:

3.1 Membership of the charity shall be open to those willing to give their services and talents so as to further the objects as follows:

- i. Current active host family members. Host families become active members when they agree to host and the Executive Committee has agreed to their membership following receipt of an acceptable PVG scheme record for all family members aged 18 or over. Families cease to be current active host family members at the end of the last visit in which they host a child. Former host families may choose to continue to be involved with the charity through election to the Executive Committee, remaining involved in a sub-committee or be kept generally informed of the charity's activities by remaining on the email distribution list.
- ii. Executive Committee members.
- iii. Individuals actively involved in a sub-committee.

The Executive Committee shall have the right for sufficient reason to reject an application for membership, and if not less than three quarters of the members of the Executive Committee are present at a meeting, to suspend or terminate a membership on the grounds of action prejudicial to the interests of the charity.

3.2 No paid employee of the charity whether in full or part time employment of the charity shall be eligible for membership of the Executive Committee.

4 EXECUTIVE COMMITTEE:

4.1 The affairs and property of the charity shall be controlled and managed by an Executive Committee which may exercise all such powers of the charity not required by this constitution to be exercised by the charity in general meeting.

4.2 Unless otherwise determined by the charity in general meeting the Executive Committee shall consist of a Chairperson, Co-ordinator, Treasurer, Secretary, and heads of the sub-committees of the charity (“the ex-officio officers”).

4.3 Each member of the Executive Committee shall hold office until the end of the next Annual General Meeting following his or her appointment.

4.4 A quorum of the Executive Committee shall be one third of the members of the Executive Committee, or three members of the Executive Committee.

4.5 The Chairperson, the Secretary, the Treasurer and the head of any sub-committees shall each be elected at the Annual General Meeting of the charity and shall hold office until the following General Meeting. The Executive Committee shall be entitled to co-opt members onto a sub-committee at any time.

- 4.6 The duties of the Secretary shall be to conduct the administration of the charity, to be responsible for all official correspondence, convening meetings and preparing and keeping minutes of all meetings.
- 4.7 The duties of the Treasurer shall be to administer all incoming and outgoing monies, to present a balance sheet, to keep accurate and up to date accounts, for inspection at all Executive Committee meetings, and to arrange for the accounts to be independently examined at the end of the financial year.
- 4.8 No member of the Executive Committee shall acquire any interest in property belonging to the charity (otherwise than as a trustee for the charity) or receive any remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee.

5 MEETINGS OF THE CHARITY:

The charity shall hold an annual general meeting at such time and place as the Executive Committee shall determine. Not more than fifteen months shall elapse between the date of one annual general meeting and that of the next.

The business of the annual general meeting shall include the election of the Chairperson, Co-ordinator, Secretary, Treasurer, Heads of Sub-Committees. Furthermore, consideration of any resolution either (a) proposed by the Executive Committee or (b) by not less than ten members of the charity, provided that the requisition is received by the Secretary at least thirty days before the meeting.

An extraordinary general meeting may be convened at any time at the request of the Executive Committee, or at the request of not less than one tenth of the members, stating the purpose for the meeting. At least fourteen days notice must be given. The meeting notice must state the business to be discussed.

Any notice of a general meeting required to be served on any member of the charity shall be in writing and shall be served by the Secretary, or the Executive Committee, on the members either personally, or by email, or through the post in pre-paid letter addressed to the members at their last known addresses in the United Kingdom, and any letters so sent shall be deemed to have been received in the ordinary course of post.

No business shall be transacted at any general meeting unless a quorum is present.

Each member present shall have one vote, and in the case of equality of votes the Chairperson of the meeting shall be entitled to a second or casting vote.

The Executive Committee may regulate its meetings as it thinks fit but shall hold three meetings a year. No more than five months shall elapse between meetings.

The Chairperson shall be entitled to preside at all meetings, but if at any meeting the Chairperson is not present within five minutes of the appointed time or is

unwilling to preside, the members of the Executive Committee present shall choose one of their number to be Chairperson at the meeting.

The Executive Committee may at any time delegate any of its powers to sub-committees and may make regulations for their proceedings. Any such sub-committee shall report all acts and proceedings to the Executive Committee as soon as possible and shall incur expenditure only within a budget approved by the Executive Committee or with the prior approval of that Committee.

6 FINANCE:

- 7.1 The income and property of the charity shall be applied solely towards the promotion of its objects.
- 7.2 The Executive Committee shall cause proper accounting records to be kept as are necessary to give a true view of the affairs of the charity, and to explain the transactions relating to its assets and liabilities, and its income and expenditure. The books of account shall be open to the inspection of the members of the Executive Committee.
- 7.3 The accounts shall be reviewed annually. The financial year shall end on XX (TBC) in each year. The Executive Committee shall cause an account of the charity's receipts and payments for the previous financial year to be submitted to the annual general meeting and the appropriate returns should be submitted to the Office of the Scottish Charity Regulator.
- 7.4 A bank account will be opened and maintained in the name of the charity with such bank as the Executive Committee shall decide. Such account shall be under the control of the Executive Committee, which shall provide for its method of operation. The signature of at least two members of the Executive Committee (including the Treasurer or the Chairperson) shall be required.
- 7.5 All funds of the charity shall be paid into the appropriate bank account of the charity immediately upon receipt.

7 INDEMNITY:

Every member of the Executive Committee and any sub-committee, including the charity trustees, shall be entitled to be indemnified out of the assets of the charity against all losses and liabilities incurred in relation to the execution of such office. The indemnity shall not extend to:-

- 7.6 Any claim arising from any act or omission which:
 - (i) the member knew to be a breach of trust or breach of duty; or
 - (ii) was committed by the member in reckless disregard of whether it was a breach of trust or breach of duty or not; and

7.7 The costs of an unsuccessful defence to a criminal prosecution brought against any of the members of the Executive Committee in their capacity as trustees or members of the Executive Committee of the charity.

8 AMENDMENT:

8.1 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.

8.2 No amendment may be made to clause 1, clause 2.1, clause 4.10, clause 10, clause 12 or this clause without the prior consent in writing of the Office of the Scottish Charity Regulator.

8.3 No amendment may be made which would have the effect of making the charity cease to be a charity at law.

9 DISSOLUTION

The charity may be dissolved by a resolution of not less than three quarters of the members of the charity present and voting at a general meeting. If on the dissolution (winding up) of the charity any property remains after satisfaction of all its debts and liabilities, such property shall not be paid to or distributed among the members of the charity; that property shall instead be given or transferred to some other charity or charities (whether incorporated or unincorporated) whose objects are similar (wholly or in part) to the objects of Chernobyl's Angels of Hope. A copy of the statement of accounts for the final accounting period of the charity must be sent to the Office of the Scottish Charity Regulator.

10 INTERPRETATION

For the purposes of this Constitution, the expression "charity" shall mean a body which is either a "Scottish charity" within the meaning of section 13 of the Charities and Trustee Investment (Scotland) Act 2005 or a "charity" within the meaning of section 96 of the Charities Act 1993, and the expression "charitable objects" shall mean a charitable purpose under section 7 of the Charities and Trustee Investment (Scotland) Act 2005 which is also regarded as a charitable purpose in relation to the application of the Taxes Acts,

ADOPTION

This constitution was adopted at a meeting held on 29th October 2018.

Chair

Secretary