

CONSTITUTION

1. Name

The name of the Society is The Lincolnshire Autistic Society (“the Society”).

2. Objects and Powers

The Society is established to build awareness and understanding of Autism Spectrum Disorders (and conditions related to autism) in order to improve the quality of life and outcomes for children and adults, their parents and carers living with the conditions.

2.1 In furtherance of the foregoing objects but not further or otherwise the Society shall have the following powers:

- (a) To promote the provision of care, well-being, education and employment of children, young people and adults with Autism Spectrum Disorders and to signpost them to services and support commensurate with their needs.
- (b) To increase public awareness and understanding regarding the challenges and experiences of people with Autism Spectrum Disorders and their families and carers and to encourage their acceptance and support in the community.
- (c) To foster mutual help, co-operation and friendship between families, carers, helpers and those entrusted with the care of people with Autism Spectrum Disorders.
- (d) To provide information, advice and support for adults, young people and children with Autism Spectrum Disorders and their parents, families and carers to help them achieve the best possible outcomes and quality of life.
- (e) To make appropriate representations to relevant statutory bodies and other organisations on behalf of people with autism and their families and carers.
- (f) To promote, and engage in research into Autism Spectrum Disorders, and to publish the useful results of such research.
- (g) To collect and disseminate information relating to Autism Spectrum Disorders and to exchange such information with other bodies having similar objects.
- (h) To provide financial assistance, to make grants, loans and donations and to provide training, equipment and apparatus at the discretion of the Committee.
- (i) Subject to such requirements as are imposed by law, to raise money and to invite and accept any gifts, subscriptions or donations, provided that the society shall not undertake any substantial permanent trading activities in raising funds for its objects.

- (j) To undertake, accept, execute and administer any charitable trust.
- (k) To invest the moneys of the Society not immediately required for its purposes in or upon such investments as may be thought fit.
- (l) To engage and pay any agents who deliver services and help the Society in achievement of its objects and powers.
- (m) To do any of the above, either alone or in conjunction with any other organisation or person.
- (q) To do all such other lawful things as shall further the attainment of the Society's objects.

3. **Membership**

- 3.1 Membership shall be open to any person, body corporate or unincorporated association who supports the objects of the Society.
- 3.2 The Executive Committee shall have the right for good and sufficient reason to reject an application for membership.
- 3.3 Members of the Society may be required to pay an annual subscription of such amount and on such date as may be determined from time to time by the Executive Committee. If an annual subscription is required, any member may, by a unanimous resolution of the Executive Committee, be exempted from payment of the annual subscription. Any such exempted member shall be known as an Honorary Member and shall have all the rights of a member.
- 3.4 If not less than three-quarters of the members of the Executive Committee present at a meeting so resolve, the Executive Committee shall have the right for good and sufficient reason to terminate the membership of any member provided that the member shall have the right to be heard by the Executive Committee before a final decision is made.

4. **Executive Committee [was clause 7]**

- 4.1 The affairs and property of the Society shall be controlled and managed by an Executive Committee which may exercise all such powers of the Society as are not required by this constitution to be exercised by the Society in General Meeting.
- 4.2 Unless otherwise determined by the Society in General Meeting the Executive Committee shall consist of the Honorary Officers of the Society and not less than four and not more than nine other members provided that at least half of the members of the Executive Committee (including the Honorary Officers) shall be persons with Autism Spectrum Disorders, parents or carers of a person with Autism Spectrum Disorders. Each member of the Executive Committee shall hold office until the end of the next Annual General Meeting.

- 4.3 The Executive Committee may from time to time appoint a member of the Society as a member of the Executive Committee to fill a casual vacancy or by way of addition to the Committee provided that the prescribed maximum is not thereby exceeded. Any member so appointed shall retain office only until the end of the next Annual General Meeting when he or she may stand for election in his or her own right.
- 4.4 No member of the Executive Committee or of any subcommittee shall supply or be interested in the supply of goods or services to the Society except by way of free gift or on a basis which shows no profit or gain directly or indirectly to the member concerned, provided that this clause shall not apply to:
- (a) The repayment to any such member of reasonable out-of-pocket expenses.
 - (b) Any such member only by virtue of the holding of not more than one hundredth part of the capital of a company supplying goods or services to the Society.
 - (c) Any such member only by virtue of being an official of a Bank at which funds of the Society are deposited.

5. **Honorary Officers**

- 5.1 At each Annual General Meeting, the Society shall elect a Chairman, a Treasurer, a Secretary and such other Honorary Officers as the Society may from time to time decide. Each Honorary Office shall hold office until conclusion of the Annual General Meeting of the Society next after election to the post, but shall be eligible for re-election.
- 5.2 The Honorary Officers shall be ex-officio members of all committees.

6. **Proceedings of the Executive Committee**

- 6.1 The Executive Committee may regulate its meetings as it thinks fit but shall hold at least four meetings a year and not more than five months shall elapse between the date of one meeting and the next.
- 6.2 A meeting of the Executive Committee at which a quorum is present shall be competent to exercise all the powers vested in the Executive Committee generally. A quorum shall be three members provided at least a bare majority are persons with Autism Spectrum Disorders parents or carers of a person with autism.
- 6.3 The Chairman of the Executive Committee [or, if the Chairman not present, the Vice Chair] shall be entitled to preside at all meetings but if at any meeting the Chairman is not present within five minutes of the appointed time [or, if the Chairman not present, the Vice Chair], or if present is unwilling to preside, the members of the Executive Committee present shall choose one of their number to be Chairman of the meeting.

- 6.4 The proceedings of the Executive Committee shall not be invalidated by any defect in the election or appointment of any member.
- 6.5 The Executive Committee may at any time delegate any of its powers to committees and may make regulations for their proceedings. Subject to any such regulations, any committee so appointed shall conform to the regulations applicable to the proceedings of the Executive Committee. Any such 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.
- 6.6 A resolution in writing signed by all the members for the time being of the Executive Committee shall be as valid as if it had been passed at a meeting of the Executive Committee duly convened and held. Any such resolution may consist of several documents in the like form each signed by one or more of the members of the Executive Committee.

7. General Meetings of the Society

- 7.1 The Society shall in each year hold an Annual General Meeting at such time and place as the Executive Committee shall determine. Not more than 15 months shall elapse between the date of one Annual General Meeting and that of the next.
- 7.2 The business of the Annual General Meeting shall include:
- (a) The election of Honorary Officers and members of the Executive Committee;
 - (b) The appointment where necessary of an auditor;
 - (c) Consideration of the report of the Executive Committee on the previous year's work and of the financial statements;
 - (d) Consideration of any resolution proposed by the Executive Committee or on the requisition of not less than one-twentieth of the members of the Society having the right to vote at General Meetings provided that such requisition is received by the Honorary Secretary not less than 30 days before the meeting.
- 7.3 The Executive Committee may, and the Honorary Secretary shall, within 21 days of receiving a request signed by not less than one-tenth of the members and stating the purpose of the request, call an Extraordinary General Meeting of the Society.
- 7.4 At least 21 clear days' notice of each Annual General Meeting and 14 clear days' notice of an Extraordinary General Meeting shall be given in writing to each member together with details of the business to be discussed, provided that accidental failure to notify any member shall not invalidate the meeting; provided also that a General Meeting called by shorter notice shall be deemed to have been duly called if so agreed:

- (a) If an Annual General Meeting, by all members entitled to attend and vote;
- (b) In any other case, by not less than 95 per cent of all members entitled to attend and vote.

8. **Proceedings at General Meetings**

- 8.1 No business shall be transacted at any General Meeting unless a quorum is present. The quorum at any General Meeting shall be one-tenth of the membership of the Society or such other number as the Society may from time to time determine in General Meeting.
- 8.2 At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless before or on the declaration of the result of the show of hands a poll is demanded by the Chairman or by at least two members present in person. The poll shall be taken at such time and place and in such manner as the Chairman shall direct.
- 8.3 Each member present in person shall have one vote on a show of hands and on a poll. In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting shall be entitled to a second or casting vote.

9. **Finance**

- 9.1 The income and property of the Society shall be applied solely towards the promotion of its objects.
- 9.2 The Executive Committee shall cause such proper accounting records to be kept as are necessary to give a true and fair view of the affairs of the Society and to explain the transactions relating to its assets and liabilities and its income and expenditure. The books of accounts shall be kept at such place as the Executive Committee shall think fit and shall be open to the inspection of members of the Executive Committee.
- 9.3 The accounts shall be reviewed annually. The financial year shall end on 31st October each year. The Executive Committee shall cause an account of the Society's receipts and payments for the previous financial year to be submitted to the Annual General Meeting and within 10 months of 31st March in each year a signed copy shall be forwarded to the Charity Commissioners together with a statement of the Society's assets and liabilities, save that should the law require more comprehensive accounts to be produced these are to be similarly prepared, submitted and forwarded. The accounts shall be preserved for at least seven years after the adoption by the Annual General Meeting.
- 9.4 A bank account or accounts shall be opened and maintained in the name of the Society with such bank or banks as the Executive Committee shall from time to time decide. Such account or accounts shall be under the control of the Executive Committee which shall provide for its or their method of operation but so that the

signatures of at least two members of the Executive Committee, one of whom shall be either the Honorary Treasurer or the Chairman, shall be required.

- 9.5 All funds of the Society shall be paid into an appropriate bank account of the Society immediately on receipt.
- 9.6 The Executive Committee shall make and, to the best of its ability, enforce adequate regulations for internal control and the safe custody of all moneys, securities and other documents belonging to the Society and may from time to time appoint trustees to hold any property or assets of the Society.
- 9.7 Electronic/Internet Banking for use with the bank account or bank accounts will be set up and maintained in the name of the Society as the Executive Committee shall from time to time decide. Such Electronic/Internet account or accounts shall be under the control of the Executive Committee which shall provide for its or their method of operation but so that transactions are authorised by at least 2 members of the Executive Committee, one of whom shall be either the Honorary Treasurer, Secretary or Chairman.

10. **Alterations to the Constitution**

This constitution may be amended by a resolution of not less than three-quarters of the members of the Society present and voting at a General Meeting. The notice of the meeting shall specify the alteration to be proposed. No alteration shall be made to Clause 2.1, this clause or Clause 13 without the prior consent of the Charity Commissioners and no other alteration shall be made which would cause the Charity to cease to be a charity by law.

11. **Indemnity**

In the execution of the Trusts hereof no member of the Executive Committee or any subcommittee thereof shall be liable for any loss to the property of the Society arising from reason of any improper investment made in good faith (so long as he shall have sought professional advice before making such investment) or for the negligence or fraud of any agent employed by him or by any other member of the Executive Committee hereof in good faith (provided reasonable supervision shall have been exercised) by reason of any other matter or thing other than wilful and individual fraud wrongdoing or wrongful omission on the part of the member of the Executive Committee who is sought to be made liable.

12. **Notices**

Any notice may be given by the Society to any member either personally or by sending it via email or through the post in a prepaid letter addressed to the member's last known address in the United Kingdom and any letter or email so sent shall be deemed to have been received within two days of posting.

13. **Dissolution**

- 13.1 The Society may be dissolved by a resolution of not less than three-quarters of the members of the Society present and voting at a General Meeting called by not less than 21 days' notice stating the terms of the resolution to be proposed.
- 13.2 On the dissolution of the Society any assets remaining after the satisfaction of its liabilities shall not be paid to or distributed amongst the members of the Society but shall be given or transferred to such other charitable institution or institutions having objects similar to the Society as the Executive Committee may determine.

ADOPTION

This constitution was adopted on theday of20

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