

CONSTITUTION
of
THE MONICA APPEAL

A Charity Incorporated Organisation
Charity Number: (TBC)

Date of Incorporation: April 12th 2023



1. NAME

The name of the Charitable Incorporated Organisation ("the CIO") is The Monica Appeal

2. REGISTERED OFFICE

The registered office of the CIO is to be in England and Wales.

3. OBJECTS

The Objects are:

- (a) *to help small and medium sizes registered charities, particularly, but not exclusively, through the recruitment and coordination of local businesses, who will donate time and resources in support of those charities;*
- (b) *to establish suitable fundraising events or opportunities, whether alone or in co-operation with any local authority, persons or organisations;*
- (c) *to provide funding to organisations that are exclusively charitable and fall within the above definition (clause 3.a) in furtherance of the charity's objects.*

The CIO shall be non-party in politics and non-sectarian in religion.

4. POWERS

The CIO has power to do anything which is calculated to further its Objects or is conducive or incidental to doing so. In particular the CIO has the power to:

- (a) borrow money and to charge the whole or any part of its property as security for the repayment of the money borrowed. The CIO must comply as appropriate with sections 124 and 125 of the Charities Act 2011 if it wishes to mortgage land.
- (b) buy, take on lease or in exchange, hire or otherwise acquire any real property and to maintain and equip it for use.
- (c) to sell, lease or otherwise dispose of all or any of the property belonging to the CIO. In exercising this power, the CIO must comply as appropriate with sections 117 and 119-123 of the Charities Act 2011.
- (d) employ and remunerate such staff as are necessary for carrying out the work of the CIO. The CIO may employ or remunerate a charity trustee only to the extent that it is permitted to do so by clause 6 (Benefits and payments to charity trustees and connected persons) and provided it complies with the conditions of that clause.
- (e) deposit or invest funds, employ a professional fund manager and arrange for the investments or other property of the CIO to be held by a nominee, in the same manner

and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act of 2000.

5. APPLICATION OF INCOME AND PROPERTY

5.1 The income and property of the CIO must be applied solely towards the promotion of its objects:

- i. A charity trustee is entitled to be reimbursed from the property of the CIO or may pay out of such property reasonable and agreed expenses properly incurred by him or her when acting on behalf of the CIO;
- ii. A charity trustee may benefit from trustee liability insurance cover purchased at the CIO's expense in accordance with and subject to the conditions in section 189 of the Charities Act 2011

5.3 None of the income or property of the CIO may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member of the CIO.

5.3 Nothing in this clause shall prevent a charity trustee or connected person receiving any benefit or payment which is authorised by Clause 6

5.5.1.1.1. APPLICATION OF INCOME AND PROPERTY

5.5.1.1.2. APPLICATION OF INCOME AND PROPERTY

6. BENEFITS AND PAYMENTS TO CHARITY TRUSTEES AND CONNECTED PERSONS

6.1 General Provisions

No charity trustee or connected person may:

- i. buy or receive any goods or services from the CIO on terms preferential to those applicable to members of the public;
- ii. sell goods, services or any interest in land to the CIO
- iii. be employed by or receive any remuneration from the CIO
- iv. receive any other financial benefit from the CIO

unless the payment or benefit is permitted by sub-clause 2 of this clause or authorised by the court or the Charity Commission ('the Commission'). In this clause a 'financial benefit' means a benefit, direct or indirect, which is either money or has a monetary value

6.2 Scope and powers permitting charity trustees' or connected persons' benefits

- i. A charity trustee or connected person may receive a benefit from the CIO as a beneficiary of the CIO provided that a majority of the trustees do not benefit in this way.
- ii. A charity trustee or connected person may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the CIO where that is permitted in accordance with, and subject to the conditions in, section 185 to 188 of the Charities Act 2011.
- iii. Subject to sub-clause (6.3) of this clause a charity trustee or connected person may provide the CIO with goods that are not supplied in connection with services provided to the CIO by the charity trustee or connected person.
- iv. A charity trustee or connected person may receive interest on money lent to the CIO at a reasonable and proper rate which must be not more than the Bank of England bank rate (also known as the base rate).
- v. A charity trustee or connected person may receive rent for premises let by the trustee or connected person to the CIO. The amount of the rent and the other terms of the lease must be reasonable and proper. The charity trustee concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are under discussion.
- vi. A charity trustee or connected person may take part in the normal trading and fundraising activities of the CIO on the same terms as members of the public.

6.3 Payment for supply of goods only – controls

The CIO and its charity trustees may only rely upon the authority provided by sub-clause (6.2) (iii) of this clause if each of the following conditions is satisfied:

- i. The amount or maximum amount of the payment for the goods is set out in a written agreement between the CIO and the charity trustee or connected person supplying the goods (“the supplier”).
- ii. The amount or maximum amount of the payment for the goods does not exceed what is reasonable in the circumstances for the supply of the goods in question.
- iii. The other charity trustees are satisfied that it is in the best interests of the CIO to contract with the supplier rather than with someone who is not a charity trustee or connected person. In reaching that decision the charity trustees must balance the advantage of contracting with a charity trustee or connected person against the disadvantages of doing so.
- iv. The supplier is absent from the part of any meeting at which there is discussion of the proposal to enter into a contract or arrangement with him or her or it with regard to the supply of goods to the CIO.

- v. The supplier does not vote on any such matter and is not to be counted when calculating whether a quorum of charity trustees is present at the meeting.
- vi. The reason for their decision is recorded by the charity trustees in the minute book.
- vii. A majority of the charity trustees then in office are not in receipt of remuneration or payments authorised by clause 6.

6.4 In sub-clauses (6.2) and (6.3) of this clause:

- (a) “the CIO” includes any company in which the CIO:
 - i. Holds more than 50% of the shares; or
 - ii. Controls more than 50% of the voting rights attached to the shares; or
 - iii. Has the right to appoint one or more directors to the board of the company;
- (b) “Connected person” includes any person within the definition set out in clause [30] (Interpretation);

7. CONFLICTS OF INTEREST AND CONFLICTS OF LOYALTY

A charity trustee must:

- (a) Declare the nature and extent of any interest, direct or indirect, which he or she has in any proposed transaction or arrangement with the CIO or any transaction or arrangement entered into by the CIO which has not previously been declared; and
- (b) Absent himself or herself from any discussion of the charity trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the CIO and any personal interest (including but not limited to any 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 the charity trustees on the matter.

8. LIABILITY OF MEMBERS TO CONTRIBUTE TO THE ASSETS OF THE CIO IF IT IS WOUND UP

If the CIO is wound up the charity trustees have no liability to contribute to its assets and no personal responsibility for settling its debts and liabilities.

9. CHARITY TRUSTEES

9.3 Functions and duties of charity trustees

The charity trustees shall manage the affairs of the CIO and may for that purpose exercise all the powers of the CIO. It is the duty of each charity trustee:

- (a) To exercise his or her powers and perform his or her functions in his or her capacity as a charity trustee of the CIO in the way he or she decides in good faith would be most likely to further the purposes of the CIO; and
- (a) To exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard in particular to any special knowledge or experience that he or she has.
 - i. any special knowledge or experience that he or she has or holds himself or herself out as having; and,
 - ii. if he or she acts as a charity trustee of the CIO in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

9.2 Eligibility for trusteeship

- (a) Every charity trustee must be a natural person.
- (b) No individual may be appointed as a charity trustee of the CIO:
 - i. If he or she is under the age of 16 years; or
 - ii. If he or she would automatically cease to hold office under the provisions of clause 12 (1) (v).
- (c) No one is entitled to act as a charity trustee whether on appointment or any re-appointment until he or she has expressly acknowledged, in whatever way the charity trustees decide, his or her acceptance of the office of charity trustee
- (d) At least one of the charity trustees of the CIO must be 18 years of age or over. If there is no charity trustee aged at least 18 years, the remaining trustees may only act to call a meeting of the charity trustees, or appoint a new charity trustee

9.3 The number of charity trustees

There must be at least [three] charity trustees. If the number falls below this minimum, the remaining trustee or trustees may act only to call a meeting of the charity trustees, or appoint a new charity trustee.

9.4 The first charity trustees

The first charity trustees are as follows and are appointed for the following terms:

Four years:

Michael J Thornton Role: Chairperson

Ashley Cullen Role: Secretary

Three years:

Lauren De Vries Role: Programme Executive

William John Role: Website Manager

10. THE APPOINTMENT OF TRUSTEES**10.1 Appointed charity trustees**

- (a) On the first anniversary of the registration of this constitution with the Commission one-third of the first charity trustees shall retire from office and on the second anniversary a further third of the first charity trustees shall retire from office. If the number of charity trustees is not a multiple of three, then the number nearest to one-third shall retire from office.
- (b) Retiring trustees shall be eligible to stand for re-appointment.
- (c) Every trustee must be appointed for a term of three years by a resolution at a properly convened meeting of the charity trustees.
- (d) In selecting individuals for appointment as charity trustees, the trustees must have regard to the skills, knowledge and experience needed for the effective operation of the CIO.

10.2 Nominated Trustees

- (a) On the first anniversary of the registration of this constitution with the Commission one-third of the first charity trustees shall retire from office and on the second anniversary a further third of the first charity trustees shall retire from office. If the number of charity trustees is not a multiple of three, then the number nearest to one-third shall retire from office.
- (b) The charity trustees may invite organisations which support the Objects of the CIO to nominate a representative onto the board of charity trustees.
- (c) Any appointment must be made at a meeting held according to the ordinary practice of the appointing organisation.
- (d) Each appointment shall be for a term of three years.

- (e) The appointment shall be effective from the date on which the charity trustees are informed of the appointment
- (f) The person appointed need not be a member of the appointing organisation.
- (g) A trustee appointed by an appointing body has the same duty under clause 9(1) as the charity trustees to act in the way he or she decides in good faith would be the most likely to further the purposes of the CIO.

11. INFORMATION FOR NEW CHARITY TRUSTEES

The charity trustees shall make available to each new charity trustee, on or before his or her first appointment:

- (a) a copy of the current version of this Constitution
- (b) a copy of the Charity Governance Guide for small charities
- (c) links to the Trustee Welcome Guide and 'The Essential Trustee' on the gov.uk website
- (d) a copy of the CIO's latest Annual Report and statement of accounts

12. RETIREMENT AND REMOVAL OF TRUSTEES

12.1 a charity trustee ceases to hold office if he or she ;

- i. dies
- ii. retires by notifying the CIO in writing (but only if enough charity trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings);
- iii. is absent without the permission of the charity trustees from all their meetings held within a period of six months and the trustees resolve that s/he shall cease to hold office;
- iv. in the case of a trustee nominated by an external organisation, if the nominating organisation withdraws the nomination or if the nominating organisation ceases to exist;
- v. is disqualified from acting as a charity trustee by virtue of sections 178-180 of the Charities Act 2011 (or any statutory modification or re-enactment of the provision);
- vi. in the written opinion, given to the charity, of a registered medical practitioner treating that person has become incapable, whether mentally or physically, of acting as a director and may remain so for more than three months;

- vii. is removed from trusteeship by resolution of the charity trustees on the ground that in their reasonable opinion the trustee's continued trusteeship is harmful to the CIO. The charity trustees may only pass such a resolution after notifying the trustee in writing and considering the matter in the light of any written representations which the trustee concerned puts forward within 14 clear days after receiving notice. The trustee shall have the right of appeal to a full meeting of the charity trustees.

12.2 Any person resigning as a charity trustee is eligible for reappointment

13. TAKING OF DECISIONS BY CHARITY TRUSTEES

Any decision may be taken either:

- (a) at a meeting of the charity trustees; or
- (b) by resolution in writing or electronic form agreed by all of the charity trustees, which may comprise either a single document or several documents containing the text of the resolution in like form to which the majority of charity trustees has signified their agreement.

14. DELEGATION BY CHARITY TRUSTEES

14.1 the charity trustees may delegate any of their powers or functions to a committee or committees, and, if they do so, they shall determine the terms and conditions on which the delegation is made. The charity trustees may at any time alter those terms and conditions, or revoke the delegation.

14.2 this power is in addition to the power of delegation in the General Regulations and any other power of delegation available to the charity trustees, but is subject to the following requirements:

- (a) a committee may consist of two or more persons but at least one member of each committee must be a charity trustee;
- (b) the acts and proceedings of any committee must be brought to the attention of the charity trustees as a whole as soon as is reasonably practicable;
- (c) the charity trustees shall from time to time review the arrangements which they have made for the delegation of their powers.

15. MEETINGS OF CHARITY TRUSTEES

15.1 Calling meetings:

- (a) Any charity trustee may call a meeting of the charity trustees.
- (b) Subject to that, the charity trustees shall decide how their meeting shall be called and what notice is required

15.2 Chairing of meetings

The charity trustees may appoint one of their number to chair their meetings and may at any time revoke such appointment. If no-one has been appointed or if the person appointed is not willing to preside or is not present within 10 minutes after the time of the meeting, the charity trustees may appoint one of their number to chair the meeting

15.3 Procedure at meetings

- (a) No decision shall be taken at a meeting unless a quorum is present when the decision is taken. The quorum is two charity trustees, or the number nearest to one third of the total number of charity trustees, whichever is the greater, or such larger number as the charity trustees may decide from time to time. A charity trustee shall not be counted in the quorum present when any decision is made about a matter upon which he or she is not entitled to vote.
- (b) Questions arising at a meeting shall be decided by a majority of those eligible to vote.
- (c) In the case of an equality of votes, the person who chairs the meeting shall have a second or casting vote.

15.4 Participation in meetings by electronic means

- (a) A meeting may be held by suitable electronic means agreed by the charity trustees in which each participant may communicate with all the other participants
- (b) Any charity trustee participating at a meeting by suitable electronic means agreed by the charity trustees in which a participant or participants may communicate with all the other participants shall qualify as being present at the meeting
- (c) Meetings held by electronic means must comply with the rules for meetings, including chairing and the taking of minutes

16. MEMBERSHIP OF THE CIO

(1) The members of the CIO shall be its charity trustees for the time being. The only persons eligible to be members of the CIO are its charity trustees. Membership of the CIO cannot be transferred to anyone else

(2) Any member and charity trustee who ceases to be a charity trustee automatically ceases to be a member of the CIO.

17. DECISIONS WHICH MUST BE MADE BY THE MEMBERS OF THE CIO

17.1 Any decision to:

- (a) amend the constitution of the CIO;
- (b) amalgamate the CIO with, or transfer its undertaking to one or more other CIOs, in accordance with the Charities Act 2011; or
- (c) wind up or dissolve the CIO (including transferring its business to any other charity)

must be made by resolution of the members of the CIO (rather than a resolution of the charity trustees)

17.2 Decisions by the members may be made either:

- (a) by resolution at a general meeting; or
- (b) by resolution in writing, in accordance with sub-clause (4) of this clause

17.3 Any decision specified in sub-clause (1) of this clause must be made in accordance with the provisions of Clause 27 (Amendment of Constitution), Clause 28 (Voluntary Winding up or Dissolution), or the provisions of the Charities Act 2011, the General Regulations or the Dissolution Regulations as applicable. Those provisions require the resolution to be agreed by a 75% majority of those members voting at a general meeting, or agreed by all members in writing.

17.4 Except where a resolution in writing must be agreed by all members, such a resolution may be agreed by a simple majority of all the members who are entitled to vote on it. Such a resolution shall be effective provided that:

- (a) a copy of the proposed resolution has been sent to all the members eligible to vote; and
- (b) the required majority of members has signified its agreement to the resolution in a document or documents which are received at the principal office within the period of 28 days beginning with the circulation date. The document signifying a member's agreement must be authenticated by their signature, by a statement of their identity accompanying the document or in such other manner as the CIO has specified.

The resolution in writing may comprise several copies to which one or more members has signified their agreement. Eligibility to vote on the resolution is limited to members who were members of the CIO on the date when the proposal is first circulated.

18. GENERAL MEETINGS OF MEMBERS

18.1 Calling of general meetings of members

The charity trustees may designate any of their meetings as a general meeting of the members of the CIO. The purpose of such a meeting is to discharge any business which by law must be discharged by a resolution of the members of the CIO as specified in Clause 17 (Decisions which must be made by the members of the CIO)

18.2 Notice of general meetings of members

- (a) The minimum period of notice required to hold a general meeting of members is 14 days
- (b) Except where a specified period of notice is required by another clause in this constitution, by the Charities Act 2011 or by the General Regulations, a general meeting may be called at shorter notice if it is so agreed by a majority of the members of the
- (c) Proof that an envelope containing a notice was properly addressed, prepaid and posted; or that an electronic form of notice was properly addressed and sent, shall be deemed conclusive evidence that notice was given. Notice shall be deemed to be given 48 hours after it was posted or sent

18.3 Procedure at general meetings of members

The provisions in Clause 15.2, 15.3 and 15.4 governing the chairing of meetings, procedure at meetings and participation in meetings by electronic means apply to any general meeting of the members, with all references to trustees to be taken as references to members.

19. SAVING PROVISIONS

18.1 Subject to sub-clause (18.2) of this clause, all decisions of the charity trustees, or of a committee of charity trustees, shall be valid notwithstanding the participation in any vote of a charity trustee:

- i. who was disqualified from holding office;
- ii. who had previously retired or who had been obliged by the constitution to vacate office;
- iii. who was not entitled to vote on the matter, whether by reason of conflict of interest or otherwise

if, without the vote of that charity trustee and that charity trustee being counted in the quorum, the decision has been made by the majority of the charity trustees at a quorate meeting.

18.2 Sub-clause (18.1) of this clause does not permit a charity trustee to keep any benefit that may be conferred upon him or her by resolution of the charity trustees or of a committee of charity trustees if, but for sub-clause (18.1), the resolution would have been void, or if the charity trustee has not complied with clause 7 (Conflicts of interest)

20. EXECUTION OF DOCUMENTS

The CIO shall execute documents by signature and a document is validly executed by signature if it is signed by at least two of the charity trustees

21. USE OF ELECTRONIC COMMUNICATIONS

General

The CIO will comply with the requirements of the Communications Provisions in the General Regulations and in particular:

- (a) The requirement to provide within 21 days to any member on request a hard copy of any document or information sent to the members otherwise than in hard copy form;
- (b) Any requirements to provide information to the Commission in a particular form or manner

22. KEEPING OF REGISTERS

The CIO must comply with its obligations under the General Regulations in relation to the keeping of and provision of access to a register of its members and charity trustees

23. MINUTES

The charity trustees must keep minutes of all:

- (a) Appointments of officers made by the charity trustees;
- (b) Proceedings at general meetings of the CIO;
- (c) Meetings of the charity trustees and committees of charity trustees including;
 - i. The names of the trustees present at the meeting
 - ii. The decisions made at the meeting
 - iii. Where appropriate the reasons for the decisions.
- (d) Decisions made by the charity trustees otherwise than at meetings

24. ACCOUNTING RECORDS, ACCOUNTS, ANNUAL REPORTS AND RETURNS, REGISTER MAINTENANCE

24.1 The charity trustees must comply with the requirements of the Charities Act 2011 with regard to the keeping of accounting records, to the preparation and scrutiny of statements of account and to the preparation of annual reports and returns. The statements of account, reports and returns must be sent to the Charity Commission, regardless of the income of the CIO, within 10 months of the end of the financial year.

24.2 The charity trustees must comply with their obligation to inform the Commission within 28 days of any changes in the particulars of the CIO entered on the Central Register of Charities

25. RULES

The charity trustees may from time to time make such reasonable and proper rules or byelaws as they may deem necessary or expedient for the proper conduct and management of the CIO, but such rules or byelaws must not be inconsistent with any provision of this constitution. Copies of any rules or byelaws must be made available to any members of the CIO on request.

26. DISPUTES

If a dispute arises between members of the CIO about the validity or propriety of anything done by members under this constitution, and the dispute cannot be resolved by agreement, the parties to the dispute must try in good faith to settle the dispute by mediation before resorting to litigation

27. AMENDMENT OF CONSTITUTION

As provided by sections 224 – 227 of the Charities Act 2011:

- (1) This constitution can only be amended:
 - (a) by resolution agreed in writing by all members of the CIO;
 - (b) by a resolution passed by a 75% majority of those voting at a general meeting of members of the CIO called in accordance with clause 18 (General Meetings of Members)
- (2) Any alteration to clause 3 (Objects), clause 28 (Voluntary winding up or dissolution), this clause or of any provision where the alteration would give authorisation for any benefit to be obtained by charity trustees or members of the CIO or persons connected with them, requires the prior written consent of the Charity Commission.
- (3) No amendment that is inconsistent with the provisions of the Charities Act 2011 or the General Regulations shall be valid.

- (4) A copy of every resolution amending the constitution, together with a copy of the CIO's constitution as amended must be sent to the Commission by the end of the period of 15 days beginning with the date of passing the resolution, and the amendment does not take effect until it has been recorded in the Register of Charities

28. VOLUNTARY WINDING UP OR DISSOLUTION

28.1 As provided by the Dissolution Regulations, the CIO may be dissolved by resolution of its members. Any decision by the members to wind up or dissolve the CIO can only be made:

- (a) at a general meeting of the members of the CIO called in accordance with Clause 18 (General meetings of members) of which not less than 14 day's notice has been given to those eligible to attend and vote:
 - i. by a resolution passed by a 75% majority of those voting, or
 - ii. by a resolution passed by decision taken without voting and without any expression of dissent in response to the question put to the general meeting, or:
- (b) by a resolution agreed in writing by all the members of the CIO.

28.2 subject to the payment of all the CIO's debts:

- (a) any resolution for the winding up of the CIO or for the dissolution of the CIO without winding up may contain a provision directing how any remaining assets of the CIO may be applied.
- (b) if the resolution does not contain such a proviso, the charity trustees must decide how any remaining assets of the CIO shall be applied.
- (c) in either case the remaining assets must be applied for charitable purposes the same or similar to those of the CIO.

28.3 The CIO must observe the requirements of the Dissolution Regulations in applying to the Commission for the CIO to be removed from the Register of Charities, and in particular:

- (a) the charity trustees must send with their application to the Commission:
 - i. a copy of the resolution passed by the members of the CIO;
 - ii. a declaration by the charity trustees that any debts and liabilities have been settled or otherwise provided for in full; and
 - iii. a statement by the charity trustees setting out the way in which any property of the CIO has been or is to be applied prior to its dissolution in accordance with this constitution;

- (b) the charity trustees must ensure that a copy of the application is sent within seven days to every member and employee and to any charity trustee who was not privy to the application

28.4 If the CIO is wound up or dissolved in any other circumstances the provisions of the Dissolution Regulations must be followed.

29. USE OF ELECTRONIC COMMUNICATIONS

29.1 To the CIO

Any member or charity trustee of the CIO may communicate electronically with the CIO to an address specified by the CIO for the purpose, so long as the communication is authenticated in a manner which is satisfactory to the CIO.

29.2 By the CIO

- (a) Any member or charity trustee of the CIO, providing the CIO with his or her email address or similar, is taken to have agreed to receive communications from the CIO in electronic form at that address, unless the member or charity trustee has indicated to the CIO his or her unwillingness to receive such communications in that form.
- (b) The charity trustees may, subject to compliance with any legal requirements, by means of publication on its website:
 - i. provide the members with the notice referred to in clause 18 (Notice of general meetings);
 - ii. give charity trustees notice of their meetings in accordance with clause 15 (Calling meetings); and
 - iii. submit any proposal to the members or the charity trustees for decision by written resolution in accordance with the CIO's powers under clause 17 (Members decisions) and clause 13 (Decisions by charity trustees)
- (c) The charity trustees must:
 - i. take reasonable steps to ensure that members and charity trustees are promptly notified of publication of any such notice or proposal; and
 - ii. send any such notice or proposal in hard copy form to any member or charity trustee who has not consented to receive communications in electronic form.

30. INTERPRETATION

In this constitution:

Connected person means:

- a) A child, parent, grandparent, brother or sister of a charity trustee;
- b) The spouse or civil partner of a charity trustee or of any person falling within sub clause a) above
- c) A person carrying on business in partnership with a charity trustee or with any person falling within sub clause a) or b) above;
- d) An institution which is controlled
 - (i) by the charity trustee or any connected person falling within sub clause a), b) or c) above; or
 - (ii) two or more persons falling within sub clause d) (i) when taken together
- e) A body corporate in which:
 - (i) a charity trustee or any connected person falling within sub clauses a) to c) has a substantial interest; or
 - (ii) two or more persons falling within sub clause e) (i) who, taken together, have a substantial interest.

Section 118 of the Charities Act 2011 apply for the purposes of interpreting the terms used in this constitution.

“General Regulations” means the Charitable Incorporated Organisations (General) Regulations 2012

“Dissolution Regulations” means the Charitable Incorporated Organisations (Insolvency and Dissolution) Regulations 2012.

“The Communications Provisions” means the Communications Provisions in Part 10, Chapter 4 of the General Regulations

Charity trustee means a trustee of the Trust

This Constitution was adopted at a meeting held on 11th April 2023

Signed

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Chair of the meeting

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Secretary to the meeting