

# TENBY MEMORY CAFE

## Constitution

Adopted on 9<sup>th</sup> November 2021

**Name:** The name of the organisation is **Tenby Memory Café**

1. **Aim:** To provide the residents of Tenby and surrounding areas living with Dementia with opportunities to enjoy the best quality of life as possible

**Key objectives:**

- To provide stimulating activities
- To reduce social isolation
- To provide the opportunity for peer support

2. **Powers.**

The committee shall have the power to do all such lawful things as are necessary for the achievement of the aims.

3. **The Committee**

The committee shall comprise of not fewer than 3 nor more than 8 committee members, appointed or elected at the Annual General Meeting.

Janet Parsons  
Jenny Morris  
Gaynor Day  
John Walker-Smith

4. **Appointment and retirement of committee members**

All committee members shall retire at the AGM, but they may be nominated and re-elected for a further term.

Nominations shall not be required in advance of the AGM. Nominations may be taken from the floor at the Annual General Meeting.

5. **Committee Members' interests.**

No voting member of the committee shall receive any payment (over and above the re-imbursment of out-of-pocket expenses) or have an interest in any contract entered into by the committee or have any interest in any property belonging to the organisation.

**6. Committee meetings**

The committee shall hold at least 4 meetings in each year. All committee members shall be entitled to receive reasonable period of notice for all meetings.

There shall be a quorum when not less than 3 voting members are present at a meeting.

Decisions shall be made shall be determined by a simple majority of those present and voting. If there is an equality of votes, the member chairing the meeting shall have the casting vote.

The committee may appoint sub-committees to carry out any tasks which it thinks appropriate to do so, provided that all acts that are carried out by the sub-committees are reported promptly and fully to the committee.

Minutes shall be kept of the proceedings of all committee and sub-committee meetings, and shall include the date of the meeting, the names of those present and a record of the decisions taken.

**7. Annual General Meetings**

The organisation shall hold an Annual General Meeting in November of each year or as soon as possible afterwards. At least 14 days notice will be given of Annual General Meetings.

**8. Special General Meetings**

The committee may call a special general meeting of the organisation at any time and shall do so if requested to do so in writing by not fewer than 4 members of the committee, stating the business to be considered.

At least 14 days notice of special general meetings shall be given to all members of the organisation, stating the business to be discussed.

**9. Finances and accounts**

The organisation shall operate a bank account in the name of the organisation and all income of the organisation shall be paid in to the account.

All cheques drawn on the bank account shall require the signatures of the chairperson and the treasurer.

The treasurer shall be responsible for maintaining records of income and expenditure and for preparing and presenting financial reports and annual statements of accounts.

**10. Alterations to the Constitution.**

Subject to the restrictions listed below, 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.

No amendment may be made to the name of the organisation, the aims, the committee members interests or this clause.

**11. Winding up the organisation**

The organisation may be dissolved by a resolution passed by a majority of not less than two thirds of those present and voting in favour at a properly convened general meeting of the members of the organisation. The notice of the general meeting shall state the purpose of the meeting.

In the event that a resolution to dissolve the organisation is passed and any assets remain after the settlement of all proper debts and liabilities, these shall not be divided amongst the members but shall be transferred to a charity having aims similar to those of a similar organisation in Anywhere.

**12. Arrangements until first Annual General Meeting.**

Until the first annual general meeting takes place this constitution shall take effect as if references in it to the Committee were references to the persons whose signatures appear at the bottom of this document.

This constitution was adopted on the date mentioned above by the persons whose signatures appear at the bottom of this document.

**Signed Janet Parsons**.....

**Jenny Morris**.....

**Gaye Day**.....

**John Walker-Smith**.....