

TRURO HOSPITAL RADIO

The Studio, Royal Cornwall Hospital, Truro, Cornwall, TR1 3LJ
Registered Charity No: 281568

Constitution

Dated: 2nd July 1980

Amended: 16th May 2010

A. NAME

1. The name of the Charity is Truro Hospital Radio ("the Charity").

B. ADMINISTRATION

1. Subject to the matters set out below, the Charity and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee, constituted by clause G of this constitution.

C. OBJECTS

1. The aims and objectives of the organisation shall be to extend and improve the relief of sickness, infirmity and old age through hospital broadcasting and allied services by:
 - i. Providing regular programmes of local interest to hospital patients.
 - ii. To maintain and foster contacts with patients, visitors and hospital staff through the medium of these programmes.
 - iii. To co-operate with similar Organisations providing similar services both locally and nationally.
 - iv. To register as a member of the Hospital Broadcasting Association.
 - v. Promoting the highest technical and artistic standards.
 - vi. Explaining and publicising this service to all sections of the community

D. POWERS

1. In furtherance of the objects, but not otherwise, the Executive Committee may exercise the following powers:
 - i. power to raise funds and to invite and receive contributions, provided that in raising funds the Executive Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
 - ii. power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objectives or similar charitable purposes and to exchange information and advice with them;
 - iii. power to establish or support any charitable trusts, associations or institutions formed for all or any part of the objects;
 - iv. power to appoint and constitute such advisory committees as the Executive Committee may think fit;
 - v. power to do all such other lawful things as are necessary for the achievement of the objects.

E. MEMBERSHIP

1. Membership of the Charity shall be open to anyone suitable and willing to give their services and talents, over the age of 16 years, who is interested in furthering the objects of the Charity and who

has paid the annual subscription laid down by the Executive Committee.

2. Members over the age of 18 years are eligible for full membership, those between 16 and 18 years are known as Associate Members.
3. Every full member shall have one vote. Associate Members are not eligible to vote.
4. Application for membership must be in writing (on the official form) and approved by at least two members of the Executive Committee.
5. A membership fee is payable at an amount decided upon by the Executive Committee.
6. The Executive Committee shall have the power to offer honorary membership to any person it considers to be worthy.
7. The honorary officers may suspend a member on the grounds of action prejudicial to the interests of the Charity. The notification of suspension must be made in writing, together with details of the members' right to be heard by the Executive Committee prior to any final decision.
8. The Executive Committee may, by unanimous vote and for good reason, terminate the membership of any individual, provided that the individual concerned shall have a right to be heard by the Executive Committee, accompanied by a witness of their choice, before a final decision is made. This meeting must be held within 28 days.
9. Members shall be required to give four weeks notice in writing of their intention to terminate membership.

F. HONORARY OFFICERS

1. At the annual general meeting of the Charity the members shall elect from amongst themselves, a Chairman, Secretary and a Treasurer, who shall hold office from the conclusion of that meeting, for a period of 3 years. Not all the honorary offices shall retire at each annual general meeting.
2. The Chairman shall be responsible for the day-to-day administration and management of the organisation, having overall duty for the strategic direction of the charity, managing special projects and conducting all meetings in accordance with the rules of procedure.
3. The duties of the Honorary Treasurer shall be to administer all incoming and outgoing monies, to keep accurate and up-to-date accounts, which must be available for inspection at all monthly meetings, to present a balance sheet and to arrange for the accounts to be officially audited at the end of the financial year.
4. The Honorary Secretary shall assist with the day-to-day administration of the Organisation to be responsible for all official correspondence, the convening of meetings at the discretion of the Chairman, and to prepare minutes for all meetings.

G. EXECUTIVE COMMITTEE

1. The Executive Committee shall consist of not less than four members nor more than nine members being:
 - i. the honorary officers specified in the clause F;
 - ii. not less than 1 and not more than 6 members elected at the annual general meeting who shall hold office from the conclusion of that meeting;
2. The Executive Committee may, in addition, appoint not more than two co-opted members, but so that no one may be appointed as a co-opted member if, as a result, more than one third of the Executive Committee would be co-opted members. Each appointment of a co-opted member shall be made at a special meeting of the Executive Committee called under clause J and shall take effect from the end of that meeting unless the appointment is to fill a place which has not been vacated in which case the appointment shall run from the date when the post becomes vacant.
3. Members of the Executive shall remain on the Executive Committee for a period of three years, and shall retire on a rotational basis, at the end of the annual general meeting, but they may be re-elected or re-appointed.

4. The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
5. Nobody shall be appointed as a member of the Executive Committee who is aged under 18 or who would be disqualified under the provisions of the following clause.
6. No person shall be entitled to act as a member of the Executive Committee whether on a first or any subsequent entry into office until after signing in the minute book of the Executive Committee a declaration of acceptance, willingness and eligibility to act in the trusts of the Charity.
7. The Executive Committee shall invite a person to be Honorary President.

H. DETERMINATION OF MEMBERSHIP OF THE EXECUTIVE COMMITTEE

1. A member of the Executive shall cease to hold office if he or she:
 - i. is disqualified from acting as a member of the Executive Committee by virtue of section 45 of the Charities Act 1992 (or any statutory re-enactment or modification of that provision);
 - ii. becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
 - iii. is absent without the permission of the Executive Committee from all their meetings held within a period of four months and the Executive Committee resolves that his or her office be vacated;
 - iv. notifies to the Executive Committee a wish to resign (but only if at least three members of the Executive Committee will remain in office when the notice of resignation is to take effect).

I. EXECUTIVE COMMITTEE MEMBERS NOT TO BE PERSONALLY INTERESTED

1. 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 remuneration or be interested (otherwise than as a member of the Executive Committee) in any contract entered into by the Executive Committee.

J. MEETINGS AND PROCEEDINGS OF THE EXECUTIVE COMMITTEE

1. The Executive Committee shall hold at least six ordinary meetings each year. A special meeting may be called at any time by the chairman or by any two members of the Executive Committee upon not less than four days notice being given to other members of the Executive Committee of the matters to be discussed but if the matters include appointment of a co-opted member then not less than 21 days' notice must be given.
2. The Chairman shall act as chairman at meetings of the Executive Committee. If the Chairman is absent from any meeting, the members of the Executive Committee present shall choose one of their number to be Chairman of the meeting before any other business is transacted.
3. There shall be a quorum when at least one third of the number of members of the Executive Committee for the time being or three members of the Executive Committee, whichever is the greater, are present at a meeting.
4. Every matter shall be determined by a majority vote of the members of the Executive Committee present and voting on the question but in the case of equality of votes the Chairman of the meeting shall have a second or casting vote.
5. The Executive Committee shall keep minutes, in books kept for the purpose, of the proceedings at meetings of the Executive Committee and any sub-committee.
6. The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule may be made which is inconsistent with this constitution.
7. The Executive Committee may appoint one or more sub-committees consisting of three or more members of the Executive Committee for the purpose of making any inquiry or performing any function or duty which in the opinion of the Executive Committee would be more conveniently

undertaken or carried out by a sub-committee, provided that all acts and proceedings of any such sub-committee shall be fully and promptly reported to the Executive Committee.

8. The Executive Committee are required to work in close co-operation with Royal Cornwall Hospital's Trust Voluntary Services Manager.

K. RECEIPTS AND EXPENDITURE

1. The funds of the Charity, including all donations, contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of the Charity at such bank as the Executive Committee shall from time to time decide. Cheques drawn on the Organisation's bank account shall be signed by any two of three officers consisting of Chairman, Honorary Secretary and Honorary Treasurer, unless two or more of the officers are related in which case other non-related Executive Committee Members should be nominated by the Trustees to fulfil the role of signatory.
2. The funds belonging to the Charity shall be applied only in furthering the objects.

L. PROPERTY

1. Subject to the provisions of sub-clause (2) of this clause, the Executive Committee shall cause title to:
 - i. all land held by or in trust for the Charity which is not vested in the Official Custodian for Charities;
 - ii. all investments held by or on behalf of the Charity;

to be vested either in a corporation entitled to act as custodian Trustee or in not less than three individuals appointed by them as holding Trustees. Holding Trustees may be removed from the Executive Committee at their pleasure and shall act in accordance with lawful directions of the Executive Committee. Provided that they only act in accordance with the lawful directions of the Executive Committee, the holding trustees shall not be liable for the acts and defaults of its members.

2. If a corporation entitled to act as custodian trustee has not been appointed to hold property of the Charity, the Executive Committee may permit any investments held by or in trust for the Charity to be held in the name of a clearing bank, trust corporation or any stockbroking company which is a member of the International Stock Exchange (or any subsidiary of any such stockbroking company) as nominee for the Executive Committee, and may pay such a nominee reasonable and proper remuneration for acting as such.

M. ACCOUNTS

1. The Treasurer shall, on behalf of the Executive Committee, ensure that the Charity complies with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to:
 - i. the keeping of accounting records for the Charity;
 - ii. the preparation of annual statements of account for the Charity;
 - iii. the auditing or independent examination of the statements of account of the Charity;
 - iv. the transmission of the statements of account of the Charity to the Commissioners;
 - v. The financial year of the Charity shall be from 1st January to 31st December.

N. ANNUAL REPORT

1. The Executive Committee shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Commissioners.

O. ANNUAL RETURN

1. The Executive Committee shall comply with their obligations under the Charities Act 1992 (or any

statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Commissioners.

P. ANNUAL GENERAL MEETING

1. There shall be an annual general meeting of the Charity, which shall be held in the month of February in each year, or as soon as practicable thereafter.
2. The Executive Committee shall call every annual general meeting. The Secretary shall give at least 21 days' notice of the annual general meeting to all members of the Charity. All members of the Charity shall be entitled to attend and vote at the meeting provided a membership fee has been paid and membership form completed by 31st January.
3. The elected Chairman of Charity shall be the Chairman for annual general meetings, but if he or she is not present, before any business is transacted, the persons present shall appoint a Chairman for the meeting.
4. The Executive Committee shall present to each annual general meeting the report and accounts of the Charity for the preceding financial year.
5. Nominations for election to the Executive Committee must be made by members of the Charity in writing and must be in the hands of the Secretary of the Executive Committee by 31st January preceding the Annual General Meeting. Should nominations exceed vacancies, election shall be by secret ballot.

Q. SPECIAL GENERAL MEETINGS

1. The Executive Committee may call a special general meeting of the Charity at any time. If at least ten members, or one tenth of the members, whichever is greater, request such a meeting in writing stating the business to be considered, the Secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

R. PROCEDURES AT GENERAL MEETINGS

1. The Secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every meeting of the Charity.
2. There shall be a quorum when at least one tenth of the number of members of the Charity for the time being, or ten members of the Charity, whichever is the greater, are present at any general meeting.

S. NOTICES

1. Any notice required to be served on any member of the Charity shall be in writing and shall be served by the Secretary on behalf of the Executive Committee on any member either personally or by sending it through the post in a prepaid envelope addressed to such member at his or her last known address in the United Kingdom, and any letter so sent will be deemed to have been received within 10 days of posting.

T. RULES OF PROCEDURE

1. The Executive Committee may from time to time make such rules as they deem necessary or expedient or convenient for the proper conduct and management of the Charity. These rules, known as "Policies and Procedures" will be binding on all members.
2. No rule shall be inconsistent with, or shall affect or repeal anything contained in this constitution.

U. ALTERATIONS TO THE CONSTITUTION

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 an Annual General Meeting, or Extraordinary General Meeting. The notice of the meeting must include notice of the resolution, setting out the terms of, and the reasons for the alteration proposed.
2. No amendment may be made to clauses A, C, I, V or this clause without the prior consent in writing of the Commissioners.

3. No amendment may be made which would have the effect of making the Charity cease to be a Charity at law.
4. The Executive Committee must send to the Commissioners a copy of any amendment made under this clause within 21 days of the change.

V. DISSOLUTION

1. If the Executive Committee decides that it is necessary or advisable to dissolve the Charity it shall call a meeting of all members of the Charity, of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Executive Committee shall have power to realize any assets on behalf of the Charity. Any assets remaining after the satisfaction of any proper debts and liabilities shall be transferred or given to such other charitable institution or institutions having objects similar to the objects of the Charity as the members of the Charity may determine, or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement for the final accounting period of the Charity must be sent to the Commissioners.

This Constitution was brought to its present form at an Extraordinary General Meeting of Truro Hospital Radio on 16th May 2010.

Signed:

Name: Mark Sanders **Position:** Chairman **Signature:** _____

Name: Stephanie Blake **Position:** Secretary **Signature:** _____

Name: Adam Sibley **Position:** Treasurer **Signature:** _____

Name: Clive Blake **Position:** Executive Member **Signature:** _____

Name: Paul Rees **Position:** Executive Member **Signature:** _____

Name: Geoff Sanders **Position:** Executive Member **Signature:** _____