

Deaf Parenting UK

Constitution as at January 2010

**Deaf Parenting UK
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Constitution

Adopted on the: 17th December 2004

1. Name.

The name of the Charity shall be Deaf Parenting UK.

2 Administration

Subject to the matters set out below the Charity and its property shall be administered and managed in accordance with this constitution by the Management Committee ('the Management Committee'), constituted by clause 7 of this constitution.

3. Aims & Objectives

Deaf Parenting UK is the first ever national charity organisation to be led and managed by Deaf parents for Deaf parents with deaf, hearing and disabled children, representing the needs of Deaf parents in the UK, of whom are sign language users. According to statistics, 90% of Deaf people, as parents, have hearing children.

Our Objectives are met through our Deaf-led services which currently provide:

a) To enable confidence, empowering and supporting Deaf parents/parents to be and their children through providing:

- Deaf Parenting Skills Courses
- 1 : 1 Support on Parenting Skills
- Family and children support groups
- Befriending services
- Membership services

b) Identify the gaps in services for Deaf Parents in UK and make recommendations through:

- Addressing issues where service providers have the accountability.
- Media & Promotional events
- Advice/ email/text helpline
- Research/ influencing policies

c) Work with public services, including Health, Social Services, Deaf & mainstream parenting organisations to improve access to information and services to Deaf Parents through:

- adopting measures to equip staff and people in organisations to be deaf aware and
- accommodate the needs of the deaf parents, through;
- Presentations, consultations and meetings
- Promoting DPUK as a partner to deliver services

4. Powers

In furtherance of the objectives but not otherwise the Management Committee may exercise the following powers:

(a) power to raise funds and to invite and receive contributions, provided that in raising funds the Management Committee shall not undertake any substantial

- permanent trading activities and shall conform to any relevant requirements of the law;
- (b) power to invest the funds of the Charity in any of the investments for the time being authorised for the investment of charity funds;
 - (c) power to buy, take on lease or in exchange any property necessary for the achievement of the objects and to maintain and equip it for use;
 - (d) power subject to any consents required by law to sell, lease or otherwise dispose of all or any part of the property of the Charity;
 - (e) power subject to any consents required by law to borrow money and to charge all or any part of the property of the Charity with repayment of the money so borrowed;
 - (f) power to employ such staff (who shall not be members of the Management Committee) as are necessary for the proper pursuit of the objects and to make all reasonable and necessary provision for the payment of pensions and superannuation for staff and their dependants;
 - (g) power to cooperate with other charities, voluntary bodies and statutory authorities operating in furtherance of the objects or of similar charitable purposes and to exchange information and advice with them;
 - (h) power to establish or support any charitable trusts, associations or institutions formed for all or any of the objects in line with our constitution.
 - (i) power to appoint and constitute such advisory committees as the Management Committee may think fit, in line with our constitution.
 - (j) power to take out insurance
 - (k) power to do all such other lawful things as are necessary for the achievement of the objects.

5 Membership of the Association.

- (a) Full Membership with voting rights shall be given to individual Deaf people (over the age of 18 years) living, working or studying within the UK and who has a deaf or hearing child/children. Those who are expecting their first child, a Deaf foster carer or Deaf Adoptive parent awaiting a placement will also count as a full member. All full members will count as such when any annual subscription laid down from time to time by the Management Committee.
- (b) Associate Membership with voting rights shall be given to Deaf people without children or hearing people (over the age of 18 years) living, working or studying within the UK and with an interest in issues concerning Deaf Parents and who have paid any annual subscription laid down from time to time by the Management Committee. At no time shall Associate Members amount to more than 25% of the total membership or form more than 25% of those entitled to vote at any meetings. This is known as the "25% rule".
- (c) Every Full and Associate Member shall have one vote.
- (d) Membership of the Charity shall be open to any corporate or unincorporated association which is interested in furthering the Charity's work and has paid any annual subscription (any such body being called in this constitution a "member organisation").
- (e) Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of the Charity; and may appoint an alternate to replace its appointed representative at any meeting of the Charity if the appointed representative is unable to attend.
- (f) Each member organisation shall notify the name of the representative appointed by it and of any alternate to the secretary. If the representative or

alternate resigns from or otherwise leaves the member organisation, he or she shall forthwith cease to be the representative of the member organisation.

- (g) Member organisations are also bound by the 25% rule.
- (h) The Management Committee may by unanimous vote and for good reason terminate the membership of any individual or member organisation: Provided that the individual concerned or the appointed representative of the member organisation concerned (as the case may be) shall have the right to be heard by the Management Committee, accompanied by a friend, before a final decision is made.

6 Honorary Officers

A Chairperson, Vice Chairperson, Secretary and Treasurer shall be elected from the members of the Management Committee at the Annual General Meeting of the Charity. They shall hold office from the conclusion of the meeting at which they are elected for a period of a year and no more than three years, and reviewed by the Management Committee. They may be re-elected or re-appointed at AGM. The Officers shall be full members of the Charity. They have voting rights, but are not allowed to vote for themselves.

7 Management Committee

- (a) The Management Committee is the governing body of the Charity and its members are the Charity Trustees with legal responsibilities and duties in relation to the conduct of the Charity's affairs. It shall consist of not less than five members and not more than 12 members, being:
 - (i) The four honorary officers specified in clause 6;
 - (ii) Not less than 1 and not more than 8 members elected at the Annual General Meeting who shall hold office from the conclusion of that meeting;
 - (iii) Not more than 25% of the 8 non-officer members shall be Associate members of the Charity. Preference should be given to Full members.
 - (iv) Up to 3 members co-opted by the Management Committee, the number not to exceed one-third of the total number of members of the Management Committee. Each appointment of a co-opted member shall be made at a special meeting of the Management Committee called under clause 10(a) and shall take effect from the end of that meeting unless the appointment is to fill a place which has not then been vacated in which case the appointment shall run from the date the post becomes vacant. Such persons will not have voting rights.
- (b) All members of the Management Committee shall retire from office at the end of the Annual General Meeting next after the date on which they came into office but they may be re-elected or re-appointed.
- (c) The proceedings of the Management 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
- (d) Nobody shall be appointed as a member of the Management Committee who is aged under 18 or who would if appointed be disqualified under the provisions of the following clause.

- (i) No person shall be entitled to act as a member of the Management Committee whether on a first or on any subsequent entry into office until after signing a declaration of acceptance and of willingness to act in the trusts of the Charity.

8 Termination of membership of Management Committee

A member of the Management Committee shall cease to hold office if he or she:

- (a) is disqualified from acting as a member of the Management Committee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
- (b) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- (c) is absent without the permission of the Management Committee from all their meetings held within a period of six months and the Management Committee resolve that his or her office be vacated; or
- (d) notifies to the Management Committee a wish to resign (but only if at least three members of the Management Committee will remain in office when the notice of resignation is to take effect).

9 Management Committee members not to be personally interested

- a) Subject to the provisions of sub-clause (b) of this clause no member of the Management 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 (other than as a member of the Management Committee) in any contract entered into by the Management Committee.
- b) Any member of the Management Committee for the time being who is a solicitor, accountant or other person engaged in a profession may charge and be paid all the usual professional charges for business done by him or her or his or her firm when instructed by the other members of the Management Committee to act in a professional capacity on behalf of the Charity, provided that at no time shall a majority of the members of the Management Committee benefit under this provision and that a member of the Management Committee shall withdraw from any meeting at which his or her own instruction or remuneration, or that of his or her firm, is under discussion.
- c) Any conflict of interest must be declared.

10 Meetings and proceedings of the Management Committee

- a) The Management Committee shall hold at least 4 ordinary meetings each year. Notice of meetings shall be sent by the secretary or a deputy to all Committee members at least 14 days before the date of the meeting. A special meeting of the Committee may be called at any time by the chairperson or by any two members of the Management Committee upon not less than 7 days' notice being given to the other members of the Management Committee of the matters to be discussed. If the matters include appointment of a co-opted member then not less than 21 days' notice must be given.
- b) The quorum for a Management Committee meeting shall be at least one third of the current number of committee members or 4 members of the committee, whichever is the greater. In the case of a vote the 25% rule applies e.g. if 4 members are present and 2 are Associate members then 1 Associate member may not vote. This person to be chosen by a random selection method.

- c) The chairperson shall chair meetings of the Management Committee or the vice-chairperson if the former is absent if both are absent, the members of the Management Committee present shall choose one of their number to chair the meeting before any other business is transacted.
- d) Every matter shall be decided by a simple majority of those present and entitled to vote. In the case of equality of votes the chairperson shall have a second or casting vote.
- e) The secretary or other person specially appointed by the Management Committee shall make a full record of proceedings of the Management Committee and circulate these minutes to all Committee members for approval at the subsequent meeting. Minutes shall be kept by the secretary of the proceedings at all meetings of the Management Committee and any sub-committees.
- f) The Management 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.
- g) The Management Committee may appoint one or more sub-committees, consisting of two or more members of the Management Committee and up to two non Management Committee members, for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Management Committee would be more conveniently undertaken or carried out by a sub-committee. All acts, proceedings and decisions of any such sub-committee shall be minuted and fully and promptly reported to the Management Committee and subject to its approval.

11 Receipts and expenditure

- a) The funds of the Charity, including all donations, contributions and bequests, shall be paid into an account operated by the Management Committee in the name of the Charity at such bank as the Management Committee shall from time to time decide.
- b) All cheques drawn on the Charity's account must be signed by at least two people authorised by the Management Committee, one of whom must be a Management Committee member. For cheques greater than an amount to be determined by the Management Committee both signatories must be authorised Management Committee members.
- c) The funds belonging to the Charity shall be applied only in furthering the objects of the Charity

12 Trustee Indemnity Insurance

To provide indemnity insurance to cover the liability of the Management Committee members which by virtue of any rule or law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which they may be guilty in relation to the Charity: Provided that any such insurance shall not extend to any act or omission which the Management Committee members knew to be a breach of trust or breach of duty or which was committed by the Management Committee members in reckless disregard of whether it was a breach of trust or breach of duty or not and provided also that any such insurance shall not extend to the costs of an unsuccessful defence to a criminal prosecution brought against the Management Committee

members in their capacity as members of the Management Committee of the Charity.

13 Property

a) Subject to the provisions of sub-clause (b) of this clause, the Management Committee shall cause the title to:

- (i) all land held by or in trust for the Charity which is not invested in the Official Custodian for Charities; and
- (ii) all investments held by or on behalf of the Charity;

to be vested in not less than three individuals appointed by them as holding trustees. Holding trustees may be removed by the Management Committee at their pleasure and shall act in accordance with the lawful directions of the Management Committee. Provided they act only in accordance with the lawful directions of the Management Committee, the holding trustees shall not be liable for the acts and defaults of its members.

b) if a corporation entitled to act as custodian trustee has not been appointed to hold the property of the Charity, the Management 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 Management Committee, and may pay such nominee reasonable and proper remuneration for acting as such.

14 Accounts

The Management Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to:

- a) the keeping of accounting records for the Charity;
- b) the preparation of annual statements of account for the Charity;
- c) the auditing or independent examination of the statements of account of the Charity; and
- d) the transmission of the statements of account to the Charity Commission.

The financial year of the Charity shall end on 31st December or such other date as the Management Committee shall decide.

15 Annual Report

The Management Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual report and its transmission to the Charity Commission.

16 Annual Return

The Management Committee shall comply with their obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act) with regard to the preparation of an annual return and its transmission to the Charity Commission.

17 Annual General Meeting

- a) An Annual General Meeting of the Charity shall be held not later than 6 months after the end of its financial year. Every Annual General Meeting shall be called by the Management Committee. The secretary shall give at least 21 days' notice of the Annual General Meeting to all the members of the Charity. All the members of the Charity shall be entitled to attend and vote at the meeting.
- b) The meeting shall be chaired by the chairperson, or, in their absence, the vice-chairperson. If neither is present, before any other business is transacted, the members present shall appoint a chairperson of the meeting.
- c) The Management Committee shall present to each Annual General Meeting the report and accounts of the Charity for the preceding year.
- d) The meeting shall elect or appoint members of the Management Committee. Nominations for election to the Management Committee should be made by members of the Charity in writing and must be in the hands of the secretary of the Management Committee at least 14 days before the Annual General Meeting. Should nominations exceed vacancies, election shall be by ballot
- e) Any propositions members wish to put to the meeting, other than those relating to the adoption of the report and accounts and election of the committee, must be submitted to the secretary in writing at least 7 days before the date of the meeting. The chairperson may, at his/her discretion admit propositions of which insufficient notice has been given provided they do not involve any alteration in this constitution.
- f) The meeting shall appoint Auditors for the Charity.

18 Special General Meetings

The Management Committee may call a Special General Meeting of the Charity at any time. If at least ten paid-up members, in accordance with the 25% rule, 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 and the notice must state the business to be discussed. No business other than that specified in such a notice shall be dealt with at a Special General Meeting.

19 Procedure at General Meetings

- a) The secretary or other person specially appointed by the Management Committee shall keep a full record of proceedings at every General Meeting of the Charity.
- b) There shall be a quorum when at least one-twentieth of the number of members of the Charity for the time being or 10 members of the Charity, whichever is the greater, are present.
- c) Matters, except as specified in clause 21 and clause 22, shall be decided by a simple majority of those present and entitled to vote. In the case of equality of votes the chairperson shall have a second or casting vote.
- d) Voting for office shall be by ballot. Decisions on motions and other matters shall be by a simple majority on a show of hands or by such method as the Chairperson in his/her discretion may decide. Every member shall have one vote, except that on a vote by a show of hands the Chairperson shall not have a vote. In a voting situation no more than 25% of those voting can be Associate members. It will be decided by random selection which Associate members will not have a vote if this proves necessary. This is known as the 25% rule.
- e) Members unable to attend a Meeting of the Organisation may appoint another member to vote on their behalf. The letter making this appointment, for one

meeting only, must reach the Secretary of the Association before the date of the meeting. A proxy vote may only be used in voting for matters of which due notice has been received in advance of the meeting.

20 Notices

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

21 Alterations to the Constitution

- a) 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.
- b) No amendments may be made to clause 1, clause 3, clause 9, clause 22 or this clause without the prior consent in writing of the Charity Commissioners.
- c) No amendment may be made which would have the effect of making the Charity cease to be a charity in law.
- d) The Management Committee should promptly send to the Commission a copy of any amendment made under this clause.

22 Dissolution

If the Management 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 Management Committee shall have power to realise any assets held by or on behalf of the Charity. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred 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 Charity Commission.