



Constitution of a Townswomen's Guild ("Guild")

(being a small charity with gross income below £5,000 a year which is not registered with the Charity Commission)

1 Name of the Guild

The Guild's name is _____

2 The Purposes of the Guild

The Guild is formed for any charitable purposes that will make women's lives better whoever and wherever they are. The purposes may include but are not limited to, purposes related to women's education, leisure, citizenship, well-being and the education of the wider public about matters where women have particular knowledge or experience.

3 Trustees-Decision makers

The Trustees are the members who have the authority to make decisions about the way the Guild is run.

A Guild may operate on a co-operative basis with all decisions being made by members acting together, but a minimum of three people should be selected to act as contacts for Townswomen's Guilds* and as cheque signatories for any bank account. These individuals will be the Trustees for the purposes of the constitution.

Alternatively, a Guild may be run by a committee of members who will all be Trustees and official contacts and bank signatories will be chosen from amongst them.

The agreed number of Trustees shall be elected annually by the members at the Annual General Meeting (AGM). A Trustee may resign between AGMs by writing** to the other Trustees. The remaining Trustees may co-opt a member to replace the person who has resigned to serve until the next AGM.

Trustees may stand for re-election at the next or any future AGM.

No Trustee should benefit personally from holding that role unless such benefit is enjoyed by all members on the same terms.

**" Townswomen's Guilds" means the charity established to provide administrative support to and to co-ordinate the activities of the national movement of individual guilds (registered charity no: 1115974)*

***In this constitution writing or written means a legible document capable of being printed and includes an email or fax.*

4 Carrying out the Purposes

In order to carry out the purposes, the Trustees have the power to:

- (1) raise funds, receive grants and donations
- (2) apply funds to carry out the work of the Guild
- (3) co-operate with and support other charities with similar purposes
- (4) organise campaigns in support of the purposes
- (5) do anything which is lawful and necessary to achieve the purposes
- (6) create opportunities to have fun in support of member's well-being.

5 Membership

Membership of the Guild is open to all women* over the age of 16 years who undertake to pay the annual subscription and pursue the objects listed above.

A person wishing to become a member of the Guild must complete a membership form (AF3) and pay the subscription to the Trustees. A copy of the application form should be sent promptly to Townswomen's Guilds Headquarters (TGHQ) together with the relevant affiliation fee. The Guild will maintain an accurate register of members which, subject to data protection regulations, must be made available to any member on request.

Membership will cease if the member resigns in writing, dies, or fails to pay her subscription by the agreed date. She may also be removed if a General Meeting of the Guild passes a resolution to that effect, providing that the relevant member should receive 14 days' notice that such a resolution will be discussed and is given the opportunity to express her point of view, verbally or in writing.

** in this constitution the term "woman or women" includes all those who live as women and identify themselves as such.*

6 Changing the Constitution

The Trustees must take advice from Townswomen's Guilds* before making changes to the Constitution. No change may be made that would mean the Guild is no longer a charity.

A Guild whose gross annual income exceeds £5,000 and which is expected to remain at or above that level, must adopt a more detailed Constitution (in consultation with Townswomen's Guilds) and register as a Charity with the Charity Commission.

A resolution to amend the Constitution may be considered at the AGM or another General Meeting and requires a majority of two thirds of those present and voting.

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7 Winding up the Guild

If the Trustees, consider that it is necessary or expedient to close the Guild they must first contact Townswomen's Guilds for advice on alternatives to closure.

If after receiving advice the Trustees continue to consider closure is necessary, they should call a General Meeting to consider a closure resolution, as set out in clause 8(2). A resolution to wind up the Guild must be passed by two thirds of those present and voting.

Once a resolution is passed, TGHQ should be notified of the closure. The Trustees at the time of the decision remain in post to collect all money owed to it and to pay any outstanding debts. Any remaining funds must either be sent to TGHQ or to a charity with similar purposes as determined by the members.

8 Subscriptions

The annual subscription consists of two elements:

- (1) The affiliation fee payable to Townswomen's Guilds which must be collected by the Guild and paid to them by 31st March each year; and
- (2) The local element – the Trustees may determine how much this should be and how it should be collected, provided only that the affiliation element is paid to Townswomen's Guilds on time.

9 General Meetings

General meetings are formal meetings of the Guild. They may be Annual General Meetings (AGMs) or other General Meetings.

- (1) The AGM must be held every year, with 14 days notice given to all members telling them what is on the agenda.

At the AGM the Trustees shall present the annual report and accounts.

The agreed number of Trustees will be elected at the AGM and will hold that position for a period of one year but may offer themselves for re-election when the year ends. The Guild may set a maximum term of office for its Trustees.

- (2) Other General meetings may be called by giving all members 14 days' notice of the matters to be considered at the meeting; and may be called by those with authority acting together or at the written request of one third of the members.

General meetings must be called if it is necessary to change the constitution or to wind up the Guild and can be called for other reasons such as a consultation or removal of a member as noted in clause 5.

General Meetings may be held during an ordinary meeting of the Guild provided Members are given appropriate notice.

Minutes should be taken (and retained) for all General meetings.

For resolutions to be valid at least one-third of all members should be present in person at the meeting.

Every member has one vote. A resolution to change the Constitution or to wind up the Guild must be passed by two thirds of those present and voting. All other resolutions may be passed by a simple majority.

Every General Meeting should be chaired by one of the Trustees, but if no Trustee is present at the appointed time for the meeting those present should elect one of their number to Chair the meeting.

10 Committee Meetings

If the Guild is not to be run on a co-operative basis

- (1) The number of Trustees may be determined by the Members in General meeting but for practical purposes should not normally be more than 8.
- (2) Trustees must meet sufficiently often to manage the Guild. At their first meeting after the AGM they will elect a leader/chair(man), money controller/treasurer and scribe/secretary. These Trustees will be the cheque signatories and formal contacts. Trustees may act by majority decision.
- (3) At least 3 Trustees must be present at the meeting to be able to take decisions. Minutes shall be kept for every meeting.
- (4) If Trustees have a conflict of interest, they must declare it and leave the meeting while this matter is being discussed or decided.
- (5) During the year, the Trustees may appoint up to 2 additional trustees. They will stand down at the next AGM.

11 Money and property

- (1) Money and property must only be used for the Guild’s purposes.
- (2) Trustees must keep accounts made up to the same date in each year. The most recent annual accounts can be seen by anybody on request.
- (3) Trustees cannot receive any money or property from the charity, except to refund reasonable out of pocket expenses.
- (4) Money must be held in the charity’s bank account. All cheques should be signed by 2 Trustees*.

**where the chosen bank does not permit 2 signatories to each payment supporting document should be signed by a second trustee as evidence of authorisation.*

12 Local rules

The Trustees may make reasonable additional rules to help run the Guild. These rules must not conflict with this constitution or the law.

13 Setting up the Charity

This constitution was adopted on _____ 20__ by the people whose signatures appear below.

They are the first members of the charity and will be the Trustees until the AGM, which must be held within one year of this date. *(delete if not applicable)*

	Signed		Print name
1			
2			
3			
4			
5			
6			