

SpeakEasy N.O.W.

Constitution – Rules for our Charity



Easy Read Version

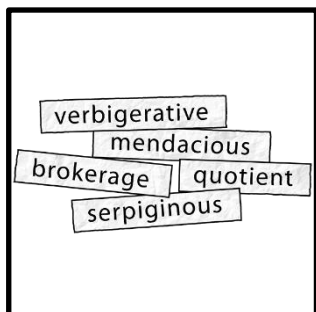
Introduction:

Every charity must have a set of rules that say what their charity is for and how it will work.



This Constitution is a set of rules for SpeakEasy N.O.W.

It is a legal document.



Some of the words in this document are hard to understand. We have put the words we think people know best in **green** beside hard words so that everyone can understand.



SpeakEasy N.O.W. is registered with the Charity Commission. They tell us what information we need to have in our Constitution **(rules)**.

What needs to be in our Constitution rules:

- The name of our charity
- What work our charity will do
- What trustees can do, for example what money they can spend to do the work SpeakEasy N.O.W. needs to do.
- Who runs our charity, who are our trustees and who can be a member.
- Charity meetings and voting – how we will hold meetings and choose Trustees.
- Membership – who can be a member and how.
- Finance – how SpeakEasy N.O.W. looks after its money.
- Alterations to the Constitution **(the rules)** and how to make changes.
- How to close the charity.





SpeakEasy N.O.W.

Constitution – Rules for our Charity

Easy Read Document

Agreed on the 12th day of May 2014



1. Name of the Charity

The name of our organisation is.

SpeakEasy N.O.W.



2. Who will manage SpeakEasy N.O.W.

The trustees will manage SpeakEasy N.O.W.

Trustees may take on a role like Co-chair.

What we
want to do



3. The work that SpeakEasy N.O.W. will do.

The Charity Commission calls the work that SpeakEasy N.O.W. wants to do “the objects.”

The wording for our objects comes from the Charities Act 2011.



Here are the 3 things that we set out to do:

a. Helping people with learning disabilities by growing their skills in self-advocacy **(speaking up)** and act for themselves.

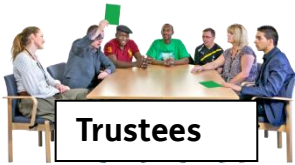


b. Provide training for people with learning disabilities and train professionals and other people in learning disability awareness.



c. Tell the public about learning disability issues and raise awareness of learning disability.





4. The Board of Trustees and what they can do



To make sure that SpeakEasy N.O.W. can do the things they want to do, the Trustees can help to:

a. Carry out research into the needs of people with learning disabilities and tell other people about the results.



b. To organise and run networking events, conferences, community forums **(meetings)**, public meetings, workshops, lectures, seminars **(talks)**, and training courses.



c. Work with other similar charities, voluntary organisations, and statutory authorities **(for example Government funded authorities like local councils)**





d. Buy, rent, or lease property and any equipment needed to run SpeakEasy N.O.W. The property and equipment must be kept in good condition.



e. Raise money

f. Sell, lease, or dispose (get rid of) of all or any part of the property of SpeakEasy N.O.W.

g. Borrow money.



h. Save any Speakeasy N.O.W money not needed now this is called investing.



i. Employ staff but staff cannot become trustees.



j. Establish (**start-up**) or support any charitable trusts, groups or organisations who do all or some of the things that SpeakEasy N.O.W. want to do.



k. Have an advisory committee - for example the Management Committee.



l. Have insurance to protect people and buildings from accidents, damage or loss.

m) Have indemnity insurance - this is insurance cover to protect Trustees from legal claims.



n) To open and operate a bank account.



o) To do all other lawful things to be able to do the things that Speakeasy N.O.W. want to do.

5. Membership – who can be a member and how.



a. Anyone who has a learning disability or who has an interest in the work of SpeakEasy N.O.W. can be a member.



b. Trustees will look at every application for membership as soon as possible.

Trustees can refuse any application for membership.



c. All Members must pay the membership fee if there is one.

d. Membership will stop if a member does any of the following things:



- i. Resigns (**tells us they no longer want to be a member**) in writing to SpeakEasy N.O.W.



- ii. Does not pay any membership fees owed within three months.



- iii. Is voted out by Trustees for bad behaviour not acceptable to SpeakEasy N.O.W. The member can appeal (**ask for this to be looked at again**) by Trustees.

6. Affiliates – this is the name given to different types of members in an organisation.



- a) Organisations who are interested in the work of SpeakEasy N.O.W. can be an Affiliate member. They will have to pay a membership fee if there is one.



- b) Affiliate members will be invited to SpeakEasy N.O.W. General meetings, but they cannot vote.

7. General Meetings



- a) Once a year SpeakEasy N.O.W. will hold an Annual General Meeting. It must be held within 15 months of the last one.

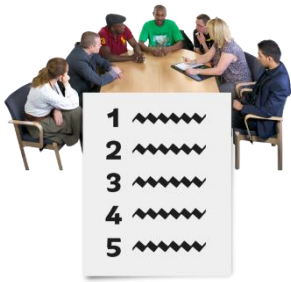
Members must be told, in writing, about the date, time and place of the meeting and what will happen at the meeting at least 14 days' before.



Things to be discussed at the Annual General Meeting (AGM):

- i. Annual Report of Trustees and accounts





- ii. Election of Trustees and Honorary Officers (**Honorary officers are people who hold special positions like Co-chair**)



- iii. Choosing an accountant to check to check SpeakEasy N.O.W. accounts.



- iv. To fix membership fees – if there are any.

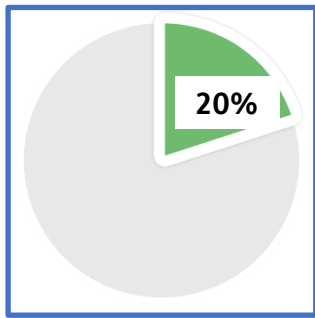


- v. Any other business which was put on the agenda (**an agenda is a list of things to be done at the meeting**)



- b) The Trustees can call a Special General Meeting at any time.

Or



Trustees can call a Special General Meeting if they are asked by 20% or more of the members of SpeakEasy N.O.W.



Members must be told, in writing, about the date, time and place of the meeting and what will happen at the meeting at least 14 days' before.

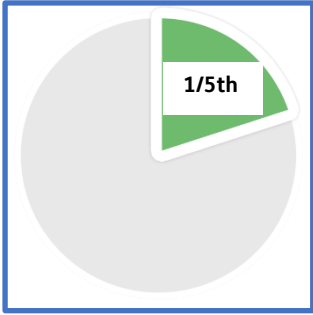
8. What happens at General Meetings.



(a) At every General Meeting, the Chair of SpeakEasy N.O.W. will be in charge. If the Chair is not there 15 minutes after the start time, then Members can choose another Member from the meeting to be the Chairperson for that meeting.



(b) A General meeting can only go ahead if there are enough members, the number of members needed is called a 'quorum.'



The quorum, **(number of members needed)** is either 8 members or one fifth of the total membership, whichever is the most.



(c) If there is not a quorum **(not enough members)** after half an hour, the meeting must close.

(d) The Chairperson can put back the meeting to another date. When the new meeting takes place the only things that can be talked about are the things that should have been talked about at the original meeting.



(e) Trustees must make sure proper minutes are taken at the meeting.



(f) Trustees can invite other people to attend SpeakEasy N.O.W. General Meetings.

They are not allowed to vote.



9. Voting at General Meetings



a) Each Member has 1 vote for each question where a decision needs to be made. The decision will be made by seeing how many votes each question gets. The highest number of votes will win.

b) Members can only vote in person; they cannot vote by post.



c) If 2 people get the same number of votes, then the chairperson has an extra vote so that there is a winner.

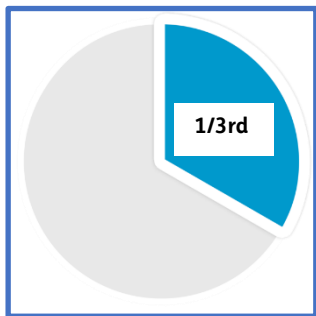


10. The Rules about the Board of Trustees

SpeakEasy N.O.W. must have a Board of Trustees.



a) There must be at least 3 and not more than 12 people on the Board. Members elect trustees each year at the Annual General Meeting (AGM).



b) At the AGM, one third of the Trustees must step down **(stop being a Trustee)**.
If there are not 3 trustees, the number nearest to one third must step down.



If there is only one Trustee, that person must step down.

The Trustees who have been on the Board for the longest should step down first.



If they started on the same day, Trustees should decide between themselves who will step down or it can be decided another way.



Trustees

For example – names could go into a hat, and one be picked out.

Trustees who step down at an AGM will finish at the end of that meeting.

They can apply to be re-elected.



c) SpeakEasy N.O.W. must have an application process for new Trustees to apply.

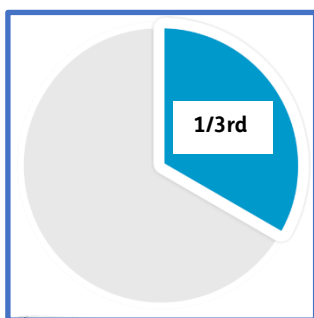
d) Trustees who retire can be re-elected.



e) Trustees can co-opt **(bring in)** members onto the Trustee Board to fill any vacancies.

Co-opted Trustees can vote and stay on the Board until the AGM and then apply to be elected as a Trustee.

No more than one third of Trustees can be co-opted **(brought in when someone has left)**



f) Trustees must be at least 18 years old. Anyone banned by law from being a charity trustee cannot be a trustee.



g) If the number of trustees is below 3 and there are not more trustees who want to join, then SpeakEasy N.O.W. may need to close.



h) Trustees who have been elected must sign in the minute book to say they agree to being a trustee for SpeakEasy N.O.W.



11. Honorary Officers – these can be people who hold a special position like a Co-chair.

a) Honorary Officers will be elected by Members at the Annual General Meeting.

The Honorary officers could be:

- Chairperson or co-chair – **a person who leads the meeting.**
- Treasurer – **a person who looks after money.**





- Secretary – **a person who takes notes of what happens in the meeting – called minutes.**



- b) If there is a vacancy **(where no-one is doing that job)**, one of the other Trustees can be asked to do this job until the next AGM.



12. When someone stops being a Trustee

A Trustee will not be able to carry on if they:



- (a) Are not allowed by law under S72 Charities Act 1993 or any newer version of that law.



- (b) Don't come to 3 Trustee meetings in a row without a good reason.

I want to
stop being
a Trustee.



(c) Tell the Trustees they want to resign (**step down/stop being a trustee**) but only if at least 3 Trustees are left.



Special

(d) Are voted out, at a Special General meeting held to decide whether that trustee should carry on or not.

13. Other rules about Trustees.

a) Trustees cannot be paid for being a trustee.

b) SpeakEasy N.O.W. can pay a trustee for the following things:

i. Interest on money lent by a Trustee.

ii. Rent for offices owned by a Trustee.





- iii. Fees to a company where Trustee is a member.
- iv. Fees of a Trustee who is a Solicitor or Accountant.
- v. Money to an organisation a Trustee belongs to if it is for charitable things.
- vi. Money for reasonable expenses.

Trustees



14. Meetings and actions of the Trustees

a) Trustees need to have meetings.

Meetings can be held at any reasonable time if everyone is told at least 7 days before the meeting happens.

If all Trustees agree, a meeting can happen in less than 7 days.

Meeting





b) The Chair will be in charge at every meeting, but if the Chair is not there 15 minutes after the start of the meeting, Trustees can choose another Trustee to chair the meeting.



Quorum = 3 Trustees

c) Trustee meetings can only go ahead if there are enough members, the number of members is called a 'quorum.' A quorum is 3 members.



d) All questions will be decided by trustees, who are at the meeting.



A vote will take place to get a decision. The Chairperson can have an extra vote, which is called a casting vote, if the vote was a draw.



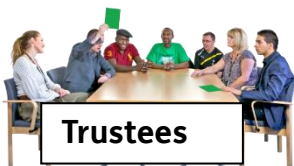
e) Trustees must make sure proper minutes are taken at Trustee and sub-committee meetings.



- f) Trustees can invite other people to attend SpeakEasy N.O.W. meetings but they cannot vote.



- g) Trustees can, sometimes, make and alter rules to help to get things done. This must be done in line with the constitution **(Rules for our Charity).**



15. Sub-committee

Trustees can have one or more sub-committees.



Sub-committee

A subcommittee is a small group of people who look into a special area of work. The subcommittee will feed back information to the Trustees.

16. Checking what our members think.



Trustees must talk to members to find out:

The things that members might be worried about and the things that are most important to our members.



SpeakEasy N.O.W. will hold regular meetings of the Management Committee (or other user group on behalf the Members).



At this meeting, Trustees will say what has been happening and ask for comments from people attending the Management Committee meeting about SpeakEasy N.O.W.

17. Money we receive and money we spend



a) All money for SpeakEasy N.O.W. must be paid into a bank account operated by the Trustees in the name of SpeakEasy N.O.W.

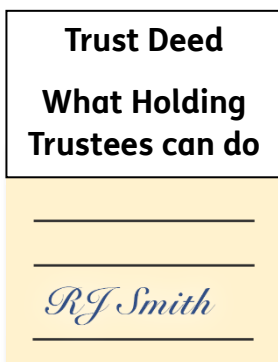
b) Anything costing a lot of money must be signed for by at least 2 Trustees. Trustees must set an amount for this.

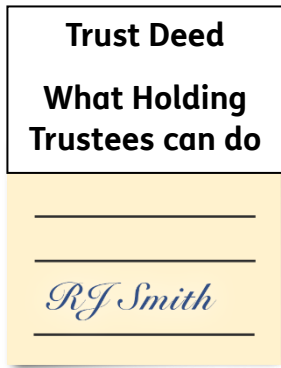
Money belonging to SpeakEasy N.O.W. must only be used for the activities of SpeakEasy N.O.W.



18. Property

a) Any property (buildings) that SpeakEasy N.O.W. own may be held by at least 2 special Trustees called Holding Trustees.





Their job is to look after the legal ownership of the property and deal with it following the constitution **(rules)**.

Trustees will have a legal document called a Trust Deed to say what Holding Trustees can do.

b) Trustees can at any time remove or replace any Holding Trustee.

c) Contracts are to be held jointly by Trustees.

19. Accounts

Trustees must follow the rules under the Charities Act 1993, or any changes to that Act.

Trustees must make sure that:

a) Records of SpeakEasy N.O.W.'s accounts are kept.



b) At the end of each financial year **(this is at the end of March)** end of year accounts are prepared.

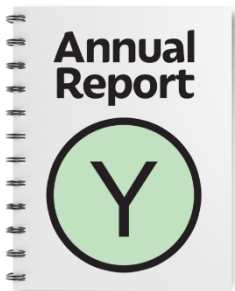


c) Make sure SpeakEasy N.O.W.'s yearly accounts are checked by another accountant who does not work for SpeakEasy N.O.W.



d) Send information about the end of year accounts to the Charity Commission.

20. Annual report



Trustees must follow the rules under the Charities Act 1993, or any changes to that Act, and prepare an annual report.

Annual means – **each year.**

This needs to be sent to the Charity Commission.





21. Alterations to the constitution – changes to the rules



- a) The constitution (**rules**) can only be changed by a decision agreed by not less than two thirds of members who are at a General Meeting.

For example – if there were 150 members at the meeting then at least 100 members would need to vote.



Notice of the General Meeting must tell members what changes SpeakEasy N.O.W. wants to make to its rules.

- b) No amendment can be made to the following sections in the rules unless the Charity Commission have already written to say this is OK:





- **Section 1** - the name of SpeakEasy N.O.W.
- **Section 3** - the work that SpeakEasy N.O.W. will do.
- **Section 13** - Trustees are not to be paid or receive any benefit unless it has been properly authorised and is in the Charity's interest.
- **Section 21** - Changes to the rules
- **Section 23** - Close down SpeakEasy N.O.W.

c) Any changes to the rules must be within the law.

d) The Trustees must send a copy of any changes made in the rules, to the Charity Commission.

22. Regulations – **charity rules**



SpeakEasy N.O.W. can make and change rules in General Meetings or Trustees can make and change rules.



These could be things like: standing orders at the bank, bye laws (**rules made by organisations to deal with local problems**) and things that help to manage SpeakEasy N.O.W.

The changes must not affect our constitution document (**rules for our charity**).

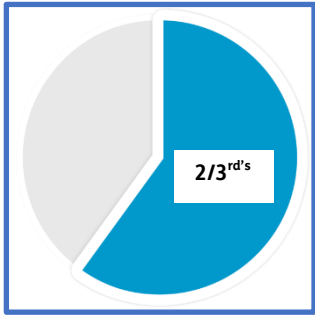


23. Closing SpeakEasy N.O.W.

If Trustees decide that they will have to close SpeakEasy N.O.W., they must call a Special



Special



General Meeting and tell members at least 14 days before the meeting what they want to do.

Two thirds of the members who are at the meeting and can vote would have to agree to SpeakEasy N.O.W. being closed.



Any money, equipment, or goods left over after all bills have been paid should be passed onto a similar charity.



A copy of the statement of accounts to close SpeakEasy N.O.W. must be sent to the Commissioners.



This constitution was amended on the 23rd day of October 2023 at the Annual General Meeting of SpeakEasy N.O.W.