**Published by the Commissioner, John Mills CBE, on 30thApril 2018, pursuant to Article 2(8) of the Charities (Jersey) Law 2014 (“the Law”)**

**This model constitution is relevant to:**

**The persons, taken together, who constitute for the time being an unincorporated body or association of persons, other than a partnership and other than the trustees of a trust [Art 2 (1)(i)]**

**They are a relevant unincorporated entity and a person who is a member of the management committee of the entity is regarded as a governor of it for the purposes of the Law [Art. 7(d)]**

**But they are only such a relevant unincorporated entity if it has a constitution that conforms to a model that – (i) is published for the purpose by the Commissioner, and (ii) provides for the entity to have a management committee**

**Conforms does not mean that a constitution must follow the model one exactly but it should broadly follow the format presented here. [[1]](#footnote-1)**

**\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**

**1 Name**

**The name of the Association shall be:**

**2 Objects**

**The objects of the Association shall be to:**

**3 Powers**

**In order to achieve its objects the Association may:**

1. Raise money
2. Open bank accounts
3. Take out insurance
4. Employ staff
5. Enter into contracts[[2]](#footnote-2)
6. Lease or acquire and manage buildings[[3]](#footnote-3)
7. Organise courses and events
8. Work with other associations and exchange information
9. Do anything that is lawful which will help it to fulfil its objects
10. Have any other object purely ancillary or incidental to the above

**4 Membership**

1. Membership of the Association shall be open to any person or any organisation living or located in Jersey who is interested in helping the Association to achieve its objects, willing to abide by the rules of the Association and willing to pay any subscription agreed by the Management Committee.
2. Membership shall be available to anyone without regard to gender, race, nationality, disability, sexual preference, religion or belief.
3. Every individual member and each organisation shall have one vote at General Meetings.
4. The membership of any member may be terminated for good reason by the Management Committee but the member has a right to be heard by the Management Committee before a final decision is made.
5. Each member organisation shall appoint a representative to attend meetings of the Association and notify the Association’s Secretary of that person’s name.

**5 Management**

1. The Association shall be administered by a Management Committee of the Governors and not more than \_\_\_\_\_ other members elected at the Association`s Annual General Meeting (AGM).
2. The Governors of the Management Committee shall be: the Chairperson, the Treasurer and the Secretary.
3. The Management Committee shall meet at least \_\_\_ times a year.
4. The Chairperson shall Chair all meetings of the Association.
5. The quorum for Management Committee meetings shall be \_\_\_ members.
6. Voting at Management Committee meetings shall be by show of hands. If there is a tied vote then the Chairperson shall have a second vote.
7. The Management Committee may by a two-thirds majority vote and for a good and proper reason remove any Committee member, provided that person has the right to be heard before a final decision is made.
8. The Management Committee may appoint another member of the Association as a Committee member to fill a vacancy provided the maximum number is not exceeded.
9. **Duties of the Governors**

**Governors must comply with the duties as described in the Commissioner's Guidance Notes**

1. **The duties of the Chairperson are to:**
* chair meetings of the Committee and the Association
* represent the Association at functions/meetings that the Association has been invited to
* act as spokesperson for the Association when necessary

**(b) The duties of the Secretary are to:**

* take and keep minutes of meetings
* prepare the agenda for meetings of the Committee and the Association in consultation with the Chairperson
* maintain the membership list
* deal with correspondence
* collect and circulate any relevant information within the Association

**(c) The duties of the Treasurer are to:**

* supervise the financial affairs of the Association
* keep proper accounts that show the income and expenditure collected and paid out by the Association during a given period
* record the total amount of the value of the money and valued assets held by the Association at the beginning and the end of the given period
* list any other assets, or classes of assets, held by the Association
1. **Finance**
2. Any money obtained by the Association shall be used only for the Association.
3. Any bank accounts opened for the Association shall be in the name of the Association.
4. Any cheques issued shall be signed by the Treasurer and one other nominated official.
5. [You may on taking advice insert provisions as to whether members or officers, and which of them, will have a duty to contribute should the charity take on liabilities that it cannot pay.]
6. **Annual General Meeting**
	1. The Association shall hold an Annual General Meeting (A.G.M.) in the month of \_\_\_\_\_\_\_\_.
	2. All members shall be given at least fourteen days’ notice of the A.G.M. and shall be entitled to attend and vote. The quorum for an AGM shall be \_\_\_ members.
	3. The business of the A.G.M. shall include:
7. receiving a report from the Chairperson on the Association`s activities over the year
8. receiving a report from the Treasurer on the finances of the Association
9. approving the Association’s annual charity return
10. electing a new Management Committee
11. considering any other matter as may be decided.

**9 Special General Meeting**

A Special General Meeting may be called by the Management Committee or by any\_\_\_\_\_\_\_ members to discuss an urgent matter. The Secretary shall give all members fourteen days’ notice of any Special General Meeting together with notice of the business to be discussed. All members shall be entitled to attend and vote.

**10 Alterations to the Constitution**

Any changes to this Constitution must be agreed by at least two- thirds of those members present and voting at any General Meeting. Once an Association is registered, alterations are only permitted with the Jersey Charity Commissioner’s consent.

**11 Dissolution**

The Association may be wound up at any time if agreed by two-thirds of those members present and voting at any General Meeting. In the event of winding up, any assets remaining after all debts have been paid shall be given to another Association registered as a Jersey charity with similar objects.

**This constitution was adopted at a general meeting of the Association on\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ [date]**

**Signed by:**

Chairperson:

Secretary:

Treasurer:

Other Committee members:

1. For example, those forming associations may consider provisions as to how liabilities are to be shared amongst members or officers. There is no single right way to do it. Similarly, whilst clause 5(g) refers to a two-thirds vote, there would be no objection to a majority of three-quarters or sixty-percent being required. [↑](#footnote-ref-1)
2. You should take legal advice as to how it is best for the association to enter into contracts. [↑](#footnote-ref-2)
3. If buildings are leased or acquired you should take legal advice on how this should be done. It maybe that forming the charity as an unincorporated association is not appropriate. [↑](#footnote-ref-3)