

LET US PLAY SCHEME

(Play scheme for children with profound and multiple learning difficulties)
Registered Charity No. 1070259

CONSTITUTION

Founded in 1986, Let us play scheme is a not for profit charity which aims to make its play schemes open to all families of children in the Fareham and Gosport area that have profound and multiple or complex needs that require consistent one-to-one support.

1. TITLE

The Association/Charity shall be known as Let Us Play Scheme (hereinafter called "LUPS")

2. OBJECTS

- i) LUPS is established for charitable objects and purposes only and is not for profit
- ii) LUPS is established:
 - (a) To provided, cause to be provided or assist in providing support for children with profound and multiple learning difficulties their families and carers, principally those in Fareham and Gosport areas as stated below.
 - (b) in particular by providing or assisting in the provision of play schemes for such children during the holidays.

3. MEMBERSHIP

Membership shall be open to all those interested in supporting children with profound and multiple learning difficulties their families and carers.

4. OFFICERS OF LUPS

- i) The officers of LUPS shall be the Chairperson, the Honorary Treasurer and the Honorary Secretary.
- ii) The Executive Committee of LUPS may appoint such other officers as may from time to time be deemed necessary.

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5. THE EXECUTIVE COMMITTEE

- i) The Executive Committee of LUPS shall consist of the Honorary Officers of LUPS, the Chairperson of each Standing Committee and not less than four and not more than eight other members.
- ii) All members of LUPS and any other person who is willing to become a member of LUPS shall be eligible for election to the Executive Committee. No paid employee, whether full time or part time, employed by LUPS shall be eligible for membership of the Executive Committee unless otherwise authorised by the Executive Committee (See Annex A).
- iii) The members of the Executive Committee (other than the Chairperson of the Standing of ad hoc Committees) shall be elected annually at LUPS Annual General Meeting. Retiring members shall be eligible for re-election.
- iv) The Executive Committee shall elect annually from among its number a Chairperson, Honorary Secretary and Honorary Treasurer at LUPS Annual General Meeting. Each officer shall hold office until the dissolution of the Executive Committee at the Annual General Meeting in the year following his/her appointment when each shall retire.
- v) The Executive Committee may from time to time appoint any members of LUPS as a Member of the Executive Committee to fill a casual vacancy or by way of addition to the Executive Committee provided that the maximum prescribed in clause 5(i) above is not thereby exceeded.
- vi) The Executive Committee may from time to time co-opt up to two members or persons willing to become members of LUPS as additional members of the Executive Committee even if such an addition means that such prescribed maximum is exceeded. Such co-opted members shall hold office only until the next Annual General Meeting when they shall cease to be members of the Executive Committee, but may be at the discretion of the Executive Committee be co-opted for a further period of office.
- vii) No member of the Executive Committee or member of a Standing Committee or ad hoc Committees shall apply or be directly or indirectly interested (other than as a share-holder in a Company in which the member shall hold not more than one-hundredth part of the capital or as official Bank at which LUPS funds are deposited)

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In the supply of work or goods to LUPS except by way of free gift or on a basis which shows no profit or gain directly or indirectly to the member concerned and provided that where competitive tenders are called for a member of the Executive Committee or ad hoc Committees shall be permitted to tender and to supply goods or services pursuant to such tender but shall not be able to vote or be counted in the quorum when such tenders are connected.

6. OTHER COMMITTEES

LUPS at its General Meeting or its Executive Committee shall appoint such Standing Committees or ad hoc Committees as they shall consider necessary from time to time and shall appoint their Chairperson and make regulations for their conduct and may delegate to such Committees such of the powers of the Executive Committee as LUPS or its Executive may from time to time (including the power of delegation to sub-committees) provided that all acts and proceedings of any standing or sub-committee are reported back to the Executive Committee before a decision of a budgetary nature is made.

7. GENERAL CONDITIONS RELATING TO COMMITTEES

- i) The quorum of the Executive Committee and Standing and other Committees shall not be less than one-third of the membership thereof, subject to a minimum of three.
- ii) The Executive Committee shall hold meetings at least four times a year and not more than five months shall elapse between the date of one meeting and that of the next.
- iii) The Executive Committee or Standing or ad hoc Committee may invite additional persons to attend their meetings for special purposes, but such additional persons shall not have the right to vote.

8. MEETINGS OF LUPS

- i) Annual General Meeting:

There shall be one Annual General Meeting of LUPS which shall be held not later than six months after the end of the financial year of LUPS. Twenty One days notice of the Annual General Meeting shall be given to every member

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by email, together with details of the business to be discussed provided that accidental failure to notify any member shall not invalidate the meeting.

Quorum Voting

ii) Extraordinary General Meetings:

There shall be such Extraordinary General Meetings as LUPS may determine at the Annual General Meeting. In addition an Extraordinary General Meeting of LUPS may be called by the Executive Committee and shall also be called if so requested in writing by not less than ten members of LUPS provided that if notice of a meeting is not issued within twenty one days of the receipt of the written request, those persons who signed the request may themselves convene a meeting. Fourteen days notice of an Extraordinary General Meeting shall be given to every member by email, provided that accidental failure to notify any member shall not invalidate the meeting. Such notice shall include the business to be discussed at the Extraordinary General Meeting and no other business shall be discussed.

iii) Voting:

Every member present at the General Meeting shall be entitled to one vote upon every motion and in the case of an equality of votes the Chair shall have the casting vote. The Executive Committee shall have the right to make regulations for enabling members unable to be present to vote by proxy or in writing.

9. THE ANNUAL GENERAL MEETING

The matters to be dealt with at the Annual General Meeting shall include:

- i) the appointment of officers and members of the Executive Committee.
- ii) the appointment of the Auditors to LUPS
- iii) the receipt of the report of the Executive Committee on the previous year's work.
- iv) the consideration if thought fit the adoption of the audited Balance sheet and Income and Expenditure Account for the last financial year.

10. FUNCTIONS OF THE EXECUTIVE COMMITTEE

The Executive Committee shall control and provide for administration of the affairs of LUPS and in particular:

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- i) Formulate and give effect to the general policy of LUPS.
- ii) Give general guidance to the Standing and other committees and receive and consider reports from them.
- iii) Accept or reject applications for membership of LUPS and by a resolution passed by three fourths of the members of the Executive Committee remove any person from membership of LUPS.
- iv) Submit an annual report, statement of accounts and balance sheet
- v) Generally, conduct the affairs or and act in the name and on behalf of LUPS.
- vi) Make and vary regulations for the conduct of the affairs of LUPS including the nomination and election of officers and the conduct of meetings but so that no regulations shall over-ride the provisions of this constitution.
- vii) From time to time make or revoke or alter regulations as they shall think fit as to the conduct of the meetings. Such changes should not be inconsistent with this constitution and until they shall otherwise resolve the regulations set out in the schedule hereto shall apply.

11. ACCOUNTS

- i) The Financial year shall end on 31ST March each year
- ii) The Executive Committee shall cause proper books of account to be kept with respect to:
 - (a) all sums received and expended by LUPS and the matters in respect of such receipt and expenditure take place.
 - (b) all sales and purchases of goods by LUPS
 - (c) the assets and liabilities of LUPS
- iii) Proper books (in Excel spreadsheet format) shall be kept which must give a true and fair view of the affairs of LUPS and explain the transactions
- iv) The books shall be kept at the home of the Treasurer or at such other place or places as the Executive Committee shall think fit, and shall always be open to inspection by members of the Executive Committee or other relevant organisations.

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- v) The Executive Committee shall appoint an auditor who shall be a member of a professional body of accountants to hold office until the first Annual General Meeting when such other qualified auditors shall be appointed by LUPS at each subsequent Annual General Meeting.
- vi) All funds of LUPS shall, except for petty cash, as soon as possible after receipt be paid into the Bank Account to be opened and maintained in the name of LUPS. Such account shall be under control of the Executive Committee, which shall from time to time provide for its method of operation. The signature of at least two members of the Executive Committee, one of whom shall be either the Honorary Treasurer or the Chairperson, shall at all times be required. (Provided that any funds not required for immediate working purposes may be invested in any security authorised for the investment of trust monies).
- vii) All payments of money made on behalf of LUPS shall be reported at the next meeting to the Executive Committee and recorded in the minute book.
- viii) The Executive Committee shall make, and, to the best of its ability, enforce adequate regulations for internal control and the security and safe custody of all monies, securities and other documents belonging to LUPS.

12. FINANCE

LUPS acting through the Executive Committee may borrow and raise money for the purposes of LUPS' objects in such manner and on such security as LUPS sees fit, and also by means of subscriptions from individual members, donations, legacies and grants-in-aid from public authorities. All monies received by LUPS shall be applied in furthering all or any of the objects of LUPS.

13. PROPERTY

All property, whether real or personal, acquired by or for or belonging to LUPS may be vested in either (a) Trustees appointed by the Executive Committee for that purpose or (b) the Official Custodian for Charities.

14. INDEMNITY

The Honorary Officers or any person acting under the instructions of the Executive Committee shall be indemnified by LUPS against any liabilities (save

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those arising out of their own negligence or breach of trust) incurred by them as a result of acting as the representatives of LUPS.

15. ALTERATIONS TO THE CONSTITUTION

The Constitution shall only be amended at an Annual General Meeting of LUPS or at an Extraordinary General Meeting called for that purpose.

Any alterations to the Constitution of LUPS must receive the assent of not less than two-thirds of such members of LUPS as being entitled so to do, voting in person or, where proxies are allowed, by proxy PROVIDED THAT no alterations shall be made to the next following clauses or which may result in LUPS ceasing to be established for exclusively charitable purposes.

16. WINDING UP

If, upon the winding up or dissolution of LUPS there remains, after the settling of all its debts and liabilities, any property whatsoever, this shall not be paid to or distributed among the members of LUPS but shall be given or transferred, subject to approval of the Charities Commission, to a charitable organisation with similar objects.