

## AMENDED CONSTITUTION - DATED 26 JUNE 2021

### NAME

1.1 The organisation hereby constituted shall be called Nine Miles Project

1.2 Its shortened name is 9MP or 9Miles Project.

(Hereinafter referred to as "the Organisation").

### 2. BODY CORPORATE

The organisation shall:

- 2.1. Exist in its own right, separately from its members;
- 2.2. Continue to exist even when its membership changes and there are different office bearers;
- 2.3. Be able to own property and other possessions;
- 2.4. Be able to sue and be sued in its own name.

### 3. OBJECTIVES

The Organisation's main objectives are social and economic upliftment through the development, empowerment, and integration of socially destitute communities, and high-risk youth through the provision of programmes which cover:

- 3.1 Poverty relief - food aid, community gardens, holistic support, job creation, and skills development
- 3.2 Education - literacy, academic support, life empowerment sessions, and environmental education.
- 3.3 Mental and physical wellbeing - sports viz surfing, fitness, art and music therapy etc.

These programmes will equip children and youth with the necessary skills and support to enable them to successfully transition into responsible, self-sufficient, productive, healthy and stable adults who are positively-contributing members of society, create healthy and functional families, and reduce the reliance on the State.

#### **4. INCOME AND PROPERTY**

4.1. The Organisation shall keep a record of everything it owns.

4.2. The Organisation may not give any of its money or property to its members or office bearers. The only time it can do this is where it pays for work that a member or office bearer has done for the Organisation. The payment must be a reasonable amount for the work that has been done.

4.3 A member or office bearer of the Organisation can only get money back from the organisation for expenses that he or she has paid on behalf of the Organisation.

4.4 Members or office bearers of the Organisation do not have rights over things that belong to the Organisation.

#### **5. MEMBERSHIP AND GENERAL MEETING**

5.1. If a person wants to become a member of the Organisation, he or she must ask the Organisation's Management Committee. The Management Committee has the right to say no.

5.2. Members of the Organisation must attend its annual general meetings. At the annual general meeting, members exercise their rights to determine the policy of the Organisation.

#### **6. MANAGEMENT OF THE ORGANISATION**

6.1. A Management Committee will manage the Organisation. The Management Committee will be made up of not less than 3 members.

6.2. The Management Committee shall constitute the office bearers and board members of the Organisation.

6.3. The office bearers shall be:

6.3.1. Chairperson

6.3.2. Secretary

6.3.3. Treasurer

6.4. Board Members who sit on specific portfolios

6.5. Office bearers and board members will serve for a year but they can stand for re-election for another term in office after that. Depending on what type of services they give to the Organisation, they can stand for re-election into office again and again. This is for as long as their services are needed and they are ready to provide their services.

6.6. If a member of the Management Committee does not attend three management committee meetings in a row, without having applied for, and being granted, leave of absence from the Management Committee, then the Management Committee will find new members to take that person's place.

6.7. The Management Committee shall meet at least once a quarter. More than half of the members need to be at the meeting to make decisions that are allowed to be carried forward. This constitutes a quorum.

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S J  
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6.8. If a resolution is signed by 75% of committee members, agreeing that no meeting will happen for a particular quarter, then the management committee need not meet in that month provided that there shall be a minimum of one management meeting a year.

6.9. If there is a proposal to appoint a new management committee member, then all other committee members must receive not less than 30 days' notice of the date of the meeting at which this is to be discussed.

6.10. Minutes will be taken at every meeting to record the management committee decisions. The minutes of each meeting will be given to the management committee members at least two weeks before the next meeting. The minutes shall be confirmed as a true record of proceedings by the next meeting of the management committee, and shall thereafter be signed by the chairperson.

6.11. The Organisation has the right to form sub-committees. The decisions that sub-committees take must be given to the Management Committee. The Management Committee must decide to agree to them or not at its next meeting. This meeting should take place soon after the sub-committee's meeting. By agreeing to decisions, the Management Committee ratifies them.

6.12. All members of the Organisation have to abide by decisions that are taken by the Management Committee.

## **7. POWERS OF THE ORGANISATION**

The Management Committee may take on the power and authority that it believes it needs to be able to achieve the objectives that are stated in clause 3 of this constitution. Its activities must be lawful.

7.1. The Management Committee has the power and authority to raise funds and to invite and receive contributions.

7.2. The Management Committee has the power and authority to buy, hire or exchange for any property that it needs to achieve its objectives.

7.3. The Management Committee has the right to make by-laws for proper management, including procedure for application, approval and termination of membership.

7.4. The Management Committee will decide the powers and functions of individual office bearers.

## **8. SPECIAL GENERAL MEETINGS**

8.1. The Chairperson and at least one other member of the committee can call a special general meeting if they want to, but they must let the other members know the date of the proposed meeting not less than 10 days before it is due to take place. This is to ensure that decisions can be made quicker in order to offer real-time solutions. They must also tell the other members which issues will be discussed at the meeting.

8.2. The Chairperson shall act as the chairperson of the meeting. If the chairperson does not attend, then the members of the committee who are present will choose one of the other members to chair the meeting. This must be done before the meeting starts.

8.3. More than two thirds of members need to be at a special meeting to make decisions that are allowed to be carried forward. This constitutes a quorum.

*Handwritten signatures and initials:*  
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A. S. A. J.

8.4. Where necessary, issues shall be put to the vote. In the event of a tie, the chairperson of the meeting shall have a second or deciding vote.

8.5. Minutes of all special general meetings must be kept safely and available for any member to read.

## **9. ANNUAL GENERAL MEETING**

9.1. An annual general meeting must be held once every year. There should be no more than sixteen months between annual general meetings.

9.2. A notice of annual general meeting must be sent to every current member of the Organisation at least 21 days prior to the day of the meeting (not counting the day on which the notice was sent or the day of the meeting) stating the date, time and venue of the meeting together with an agenda listing the business of the meeting.

9.3. If any member wishes to have any additional matters discussed, these need to be communicated in writing not later than seven days before the date of the meeting (not counting the day on which the notice was sent or the day of the meeting).

9.4. If members cannot attend the annual general meeting they must submit their apologies to the chairperson at least 24 hours before the meeting.

9.5. The Organisation should deal with the following business at the annual general meeting:

9.5.1 Appointment of the Chairperson of the meeting;

9.5.2 Agreement of the business to be discussed at the meeting;

9.5.3. A record of who is attending the meeting, who submitted apologies, and who is absent;

9.5.4. The minutes of the previous meeting should be read and confirmed;

9.5.5. Chairperson's report;

9.5.6. Financial report;

9.5.7. Operations report;

9.5.8. The election of new office bearers;

9.5.9 Any changes to the constitution that members may want to make;

9.5.10. Any other business.

## **10. FINANCE**

10.1. An accounting officer shall be appointed at the annual general meeting. His or her duty will be to audit and check on the finances of the organisation.

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*AS* *W.S*

10.2. The treasurer's job is to provide financial oversight of the Organisation i.e. seeing that financial management regulations are in place and that the accounting team and operations director keep proper records of all finances and produce monthly management accounts.

10.3. The financial year of the Organisation shall be 1 January to 30 December of that year.

10.4. Section 18A receipts will only be issued for donations according to the guidelines as specified by the Tax exemption unit.

10.5. The Organisation's accounting records and reports must be sent to the Director of Non-profit Organisations (Department of Social Development) no later than six months after the financial year end.

10.6. If the Organisation has funds that can be invested, the funds may be invested with registered financial institutions. These institutions are listed in Section 1 of the Financial Institutions (Investment of Funds) Act 1984. Or the Organisation can buy securities that are listed on a licensed stock exchange as set out in the Stock Exchange Control Act 1985.

## **11. AMENDMENTS TO THE CONSTITUTION**

11.1. The constitution can only be amended by means of a resolution passed by not less than two thirds of members at a quarterly meeting, special general meeting or an annual general meeting.

11.2. Two thirds of the members shall be present at such a meeting before a decision to amend the constitution can be taken.

11.3. A written notice must go out not less than 21 days before the meeting at which the changes to the constitution are going to be proposed. The notice must indicate the proposed changes to the constitution that will be discussed at the meeting.

11.4. No amendments may be made that would have the effect of making the Organisation cease to exist.

## **12. DISSOLUTION/WINDING UP**

12.1. The Organisation may close down ( be dissolved or wound up ) if at least two thirds of the members present and voting at a special general meeting convened for the purpose of considering whether the Organisation should be closed down, are in favour of closing it down.

12.2. When the Organisation closes down it has to pay off all its debts. After doing this, if there is property or money left over it cannot be paid or given to members of the Organisation. It must be given in some way or another to another non-profit organisation that has similar objectives. The Organisation's special general meeting can decide what organisation this should be.

This constitution was approved and accepted by the following members of the Organisation at a general meeting held on 26 June 2021

Handwritten signature and initials, possibly 'A.J.' and 'N.S.', in the bottom right corner.

**Signed by Management Committee:**

**Office Bearers:**



**Nigel Savel**

Chairperson



**Karen Sedres**

Secretary



**Andrew Stewart**

Treasurer

**Voting Board Member:**



**Saveetha Matthews**

Portfolio: Fundraising

