

Hereford and Worcester Dyslexia Association.

CONSTITUTION AND RULES

1. Name

The name of the Association shall be

THE HEREFORD AND WORCESTER DYSLEXIA ASSOCIATION.

2. Objects

The Objects of the Association are to advance the education of persons with Dyslexia and other specific learning difficulties and in furtherance of such purposes, but not further or otherwise, the Association shall have the following powers:

- (a) to assist any charitable body or bodies financially or otherwise
- (b) to obtain, collect and receive monies and funds by way of contribution, donations, legacies, grants, tuition fees and any other lawful methods, and accept and receive gifts of property of any description
- (c) to procure and provide information to the public concerning Dyslexia
- (d) to arrange and provide for the holding of teaching workshops, teachers development programmes, public exhibitions, meetings and lectures
- (e) to promote and encourage research into Dyslexia and disseminate the results thereof
- (f) to organize and promote a group for parents of children with dyslexia or adults with dyslexia .

3. Membership

The Committee may admit to membership any person who is interested in the Objects of the Association and who applies to become a member. The decision of the Committee upon any such application shall be final. Local statutory authorities and organisations having an interest in the Objects of the Association may be invited by the Committee to appoint a representative from time to time to be a member of the Committee and to attend and vote at all meetings.

The Committee shall be empowered to invite into Honorary Membership, for such period as may be appropriate, persons deemed to have rendered outstanding service to the Association and/or to the wider development and further understanding of Dyslexia problems and their remediation.

4. Subscriptions

All members shall pay such subscriptions as the Committee shall from time to time determine. Annual subscriptions shall ordinarily become due on the 1st of September each year. Where a subscription has not been paid by the following February the Association reserves the right to discontinue membership until outstanding payment has been received. Any concession or remission, which may be allowed by the Committee in individual cases, shall be without prejudice to the general maintenance of this time-table.

5. Committee

The general management and policy of the Association shall, subject to any resolutions of the members, be directed by a Committee which shall meet as often as required but not less than four times a year.

The Committee shall consist of:

- (a) The honorary trustees of the Association appointed under clause 6 hereof
- (b) Up to five members to be elected from among and by themselves at the annual general meeting
- (c) the representatives of the bodies in accordance with clause 3 hereof
- (d) one representative belonging to and proposed from each of the Association's teaching workshops
- (e) one representative belonging to and proposed from each of the local dyslexia support groups which may be approved by the Association Committee for this purpose.
- (f) a Newsletter Editor to be elected from among and by themselves at the Annual General Meeting
- (g) a Befriender Representative to be elected from among and by themselves at the Annual General Meeting

In addition the Committee may co-opt any person or persons whether or not members of the Association to serve upon the Committee or sub-Committee thereof provided that the number of co-opted members shall at no time exceed one quarter of the total Committee.

All elected members of the Committee may retire annually but shall be available for re-election.

Each Senior Tutor/Administrator in charge of an Association Workshop shall be invited to be in attendance at Committee meetings in a non-voting capacity.

If the elected Chairman is not present at a Committee meeting, the Committee shall appoint a Chairman for the meeting from amongst those members present.

6. Trustees

The Annual General Meeting of members may elect a President, Vice-President(s), a Chairman, a Secretary, a Treasurer, and such other trustees of the Association as it may from time to time determine.

The Trustees shall be the voting members of the Committee. The President and Vice-President(s) shall ordinarily be elected for a period of three years but shall be eligible for re-election. During their period of office, the President and Vice-President(s) shall be Honorary members of the Association. The President may decline to act as Trustee. All other Trustees shall be elected for a period of one year but shall be eligible for re-election. The Annual General Meeting may determine which if any of its trustees not being members of the Committee shall receive remuneration for his or her services.

7. Trustees' Indemnity Insurance

The Trustees are permitted to obtain Trustees' Indemnity Insurance, at a cost to the Association, at a level approved annually by the Committee.

8. Annual General Meeting

Once in every year and at not more than eighteen months interval, there shall be held an Annual General Meeting of the Association at which all members shall be entitled to attend and vote for the purpose of :-

- (a) receiving the reports of the Committee and trustees
- (b) receiving and approving the annual externally examined accounts of the Association
- (c) appointing the Trustees of the Association
- (d) electing members of the Committee and generally making decisions as to the policy of the Association
- (e) appointing the Independent Examiner.

The Committee may at any time at their discretion, and shall, upon the Secretary receiving a written request so to do signed by not less than twenty members giving reasons for the request, call a special general meeting of members for such purpose as shall be stated in the notice of the meeting.

The business of any general meeting shall be made known to all persons, who are members at the time of the publication of the notification, at least 21 days prior to the date of the general meeting.

At such Annual or special General Meetings the President, or in her/his absence, a Vice-President or, if there be none present, the Chairman of the Committee shall be the Chairman or, if she/he be not present, the Chairman shall be appointed from and by the members then present.

All resolutions put to the members at such meetings, shall be decided by a simple majority save where provided otherwise by these rules, of those present in person or by proxy and entitled to vote.

In the case of equality the Chairman shall have the casting vote.

A resolution in writing signed by each member (or authorised representatives of such of the bodies invited in accordance with clause 3 hereof if any) who would have been entitled to vote upon such resolution had it been proposed at a general meeting shall be an effective vote. It may comprise several copies each signed by or on behalf of one or more members. Completed resolutions sent to the Association via email will be accepted without a signature provided that the email is sent from an email address previously specified for the member and which is registered with the Association.

9. Quorum

- a) Ten members or 10 per cent of the total registered members whichever shall be the larger present in person or by proxy and entitled to vote upon the business to be conducted at the meeting shall form a quorum at general meetings of the Association.
- (b) One third of the total voting members of the Committee shall form a quorum at meetings of the Committee.

10. Management

The powers and duties of the Committee shall be:

- (a) to carry out the directions and wishes of the members as contained in any resolution of a general meeting
- (b) to report to the Annual General Meeting and approve annual accounts for submission thereto
- (c) to appoint such sub-Committee for such purposes and delegate such powers and responsibilities to such a sub-Committee as it may think fit
- (d) to co-opt members or non-members to serve upon itself and any sub-Committee for such time as it may think fit
- (e) to appoint a substitute for any trustees or Committee member who is unable to continue her/his duties through death, illness or otherwise until the next following Annual General Meeting
- (f) to arrange the place and frequency of meetings
- (g) to appoint persons to sign cheques and otherwise operate the Association's banking account(s)
- (h) to appoint proxies to represent it at other meetings
- (i) to employ any person or persons in the service of the Association on such terms as it shall think fit.

11. Finance

All monies raised or held by the Association shall be applied to further the Objects of the Association and for no other purpose.

The Treasurer shall keep proper books of accounts of finances of the Association and shall submit annual accounts duly examined by the Independent Examiner of the Association to the Annual General Meeting.

There shall be suitable banking account(s) in the name of the Association from which withdrawals shall be made only upon cheques or electronic transfer and authorities signed by at least two persons appointed for that purpose by the Committee. Notwithstanding this, where a banking account is required to be authorized by a sole person, the payment shall be confirmed by two authorized signatories prior to the payment being made and they shall also reconcile the banking accounts on a regular basis.

There may also be subsidiary banking accounts operated by the Association's teaching workshops under conditions laid down by the Association Committee.

Within its accounts the Association may create identified Funds for the specific support and conduct of any of the stated Objects, into which donations and other income may be allocated. These Funds may be used to meet relevant expenditure, including operating costs and the provision of grants, subsidies or short-term loans to persons or bodies to whom that Object is appropriate, under conditions and procedures approved by the Association Committee.

12. Anti-discrimination Policy

Hereford and Worcester Dyslexia Association is committed to an anti-discrimination policy in all its actions, where they pertain to dyslexia. Hereford and Worcester Dyslexia Association is consciously and proactively inclusive of all areas of diversity including, but not limited to, race, ethnicity, colour, national origin, ancestry, gender, sexual orientation, religion, age, socio-economic status, marital status, language, disability.

13. Minutes

There shall be kept minutes of all meetings of the Association Committee and any sub-Committee.

14. Dissolutions

The Association may, by a resolution passed at a general meeting attended in person or represented by Form of Proxy by not less than two thirds of the membership at the time of notification of the general meeting, decide to dissolve itself. In the event of less than two thirds of the members so participating in the

general meeting the Committee shall be empowered to carry out a postal ballot of all members. If the resolution be then agreed by not less than two thirds of the total membership, the Association shall be dissolved. Any assets remaining upon such dissolution after satisfying the debts and liabilities of the Association shall not be distributed among the members but shall be transferred only to another charitable organisation with Objects similar to those of the Association.

15. Alterations

No alterations of this Constitution and rules may be made except at a general meeting of members of which notice to the members of the intended change was given not less than 21 days beforehand. No alteration shall be made which would cause the Association to cease to be Charitable at law.