

PARENT'S ASSOCIATION OF CHILDREN WITH TUMOURS AND LEUKAEMIA

CONSTITUTION (2014 Version)

1. Name

The name of the Association shall be the Parents Association Of Children with Tumours and Leukaemia, 'PACT'.

2. Objects

The Association's objects are:

- a. The provision of relief for individuals who are under the care of Sheffield Children's Hospital Paediatric Oncology & Haematology Unit (the Unit) and who are suffering from either a malignant disease or a non-malignant but life-threatening haematological disorder and the preservation and protection of the good health of individuals formerly under the care of the Unit.
- b. The protection and preservation of good health amongst families of individuals who are or have been under the care of the Unit and the provision of practical and other support in their role of caring for such individuals.
- c. The provision of support for the Unit by way of the acquisition and maintenance of equipment and services for use within the Unit or in connection with the work of the Unit.
- d. The provision of support for the Unit to encourage and assist research and investigation work and the dissemination of the results of such research and experimental work.
- e. The provision of support for education and training of members of the Unit where such education and training will benefit the individuals in the care of the Unit, or individuals who have been in the care of the Unit.

3. Membership

Membership of the Association shall be open to any individual supporting the Objects of the Association directly or indirectly.

4. Powers

In furtherance of the Objects of the Association, but not otherwise, the Association may exercise the following powers:

- a. To draw cheques, bills and other instruments, and to operate bank accounts in the name of the Association.
- b. To accept, borrow and raise funds and to invite and receive contributions from any approved source.
- c. To acquire, alter or improve property.
- d. To change or otherwise dispose of property or assets of the Association.
- e. To lend money to any charitable organisation or for any charitable purpose.
- f. To subscribe for either absolutely or conditionally or otherwise acquire and hold shares, stocks, debentures, debenture stock or other securities of any company.
- g. To set up a trading company in accordance with whatever legislation is current at the time.
- h. To keep proper accounts of the finance of the Association which shall be audited once a year by an Auditor who shall be appointed at the Annual General Meeting.
- i. To do all such other lawful things as are necessary for the achievement of the Objects.

5. Trustees

The number of Trustees of the Association shall not be less than 9 and not more than 13. The Trustees of the Association shall consist of 2 medical Trustees together with the duly elected Trustees who form the Committee of the Association.

The 2 Medical Trustees will be eligible for appointment by virtue of holding one of the "medical" posts listed below :

- a. Consultant Paediatric Oncologist at Sheffield Children's Hospital
- b. Consultant Paediatric Haematologist at Sheffield Children's Hospital

Only eligible members of the Association may be elected to the Committee and the election of the Committee of the Association will take place at the Annual General Meeting.

The Committee of the Association will consist of three Officers

- (i) Chairman
- (ii) Secretary
- (iii) Treasurer
- (iv) and a maximum of 7 additional members.

The Committee may in its discretion appoint other such members as it may think necessary. The Committee will have the power to co-opt a maximum of 4 further members if required.

Members of the Committee will retire no later than the Annual General Meeting following their appointment, except the Chairman, Secretary and Treasurer who will retire no later than the second Annual General Meeting following their appointment. Members of the Committee retiring at an Annual General Meeting shall be eligible for re-election at that same meeting.

Written nominations for election to the Committee shall be provided to the Chairman at least seven days before the Annual General Meeting and consent of the nominees for election will be required. If insufficient nominations are received by the Chairman prior to the Annual General Meeting, nominations made at the Annual General Meeting shall be valid.

6. Trust Property

The Title of all and any real property which may be acquired by or for the purpose of the Association shall be vested in Trustees who shall be appointed by the Committee and who shall enter into a Deed of Trust setting forth the purposes and conditions under which they hold the said property in trust for the Association. The number of these Trustees shall not be less than two or more than four.

7. Proceedings of Trustees' Meetings

The Trustees shall meet a minimum of six times during each calendar year and Minutes of all meetings will be taken.

The Medical Trustees shall not be eligible to vote at the meetings of the Trustees.

A quorum of Trustees shall be two-thirds of those Trustees eligible to vote.

Resolutions arising at the meetings shall be decided by a majority of votes. In the case of an equality of votes, the Chairman shall have a second or casting vote.

If the Chairman is absent from a meeting, the Trustees present may appoint one of their number to be Chairman of that meeting.

The Trustees may appoint one or more sub-committees for the purpose of supervising or performing any function or duty which in the opinion of the Trustees would be more conveniently carried out by a sub-committee, subject that all acts and proceedings of any such sub-committee shall be ratified by the Trustees. All sub-committees will have terms of reference given to them by the Trustees and will have the power to act within those terms of reference.

8. Powers of Trustees

Subject to the Constitution of the Association, the business of the Association shall be managed by the Trustees, who may exercise all the powers of the Association.

In addition to all the powers hereby conferred upon them, the Trustees shall also have power to:

- a. Utilise the funds of the Association in such a manner as they shall consider most beneficial for the achievement of the objects of the Association, and to invest in the name of the Association such funds as they see fit.
- b. Enter into contracts on behalf of the Association.
- c. Any bank account in which any of the assets of the Association is deposited shall be operated by the Trustees and shall indicate the name of the Association. All cheques and orders for payment of money from such accounts shall be authorised by the approved signatories in accordance with the banking mandates.
- d. The Trustees may propose such rules as they deem necessary for the proper conduct and management of the Association, including the power to disqualify a person or persons from membership of the Association.
- e. To employ such staff, who shall not be Trustees, as are necessary for the proper pursuit of the objects of the Association and to make all reasonable provision for the payment of staff.

9. Disqualification and Removal of Trustees

A Trustee shall cease to hold office if they :

- a. Cease to be a Trustee by virtue of any legal requirements.
- b. Become incapable by reason of illness, injury or mental disorder of managing and/or administering their own affairs.
- c. Resign their office by notice to the Association.
- d. Are absent from three or more meetings during an annual period between Annual General Meetings.
- e. Being a Medical Trustee, ceases to hold the medical post which qualified them as a Trustee.

10. Proceedings of General Meetings

An Annual General Meeting shall be called by the Chairman or Secretary giving at least 21 days notice to all members of the Association and they shall specify the meeting as such in the notices calling it.

All general meetings other than Annual General Meetings shall be called Extraordinary General Meetings (EGMs)

An EGM may be called by the Chairman or the Secretary of the Association giving at least 21 days notice.

An Extraordinary General Meeting may be called by the Chairman or the Secretary of the Association following their receipt of a written request to do so signed by not less than 20

members having the power to vote and giving reasons for the request and giving at least 21 days notice.

Notice of such general meetings shall be given to all members and Trustees of the Association. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a general meeting by any person entitled to receive notice, shall not invalidate the proceedings at that general meeting.

No business shall be transacted at any general meeting unless a quorum is present. Nine members entitled to vote will constitute a quorum. If a quorum is not present within one half of one hour from the meeting time appointed or if during a meeting a quorum ceases to be present the meeting shall be adjourned to such time and place as the Trustees may determine.

The Chairman of the Trustees or in their absence another Trustee nominated by the Trustees shall chair the meeting. If neither the Chairman nor such other Trustee is present within one half hour after the time nominated for the meeting to start, the Trustees present shall elect one of those present to chair the meeting. If no Trustee is willing to act as Chairman the members present shall elect one of their number to be Chairman.

A resolution put to the vote at a General Meeting shall be decided on a show of hands unless a poll is demanded by the Chairman or by at least five members. The Chairman shall have the right to declare the result of a show of hands unless a poll is demanded. A poll may be undertaken as the Chairman directs and they may appoint poll counters who need not be members. In the case of an equality of votes whether on a show of hands or on a poll the Chairman shall be entitled to a casting vote in addition to any other vote they may have.

11. Annual General Meeting

No more than 15 months shall elapse between the date of one AGM and the next. The AGM shall be held at such time and place as the Trustees shall appoint. All members shall be entitled to attend the AGM and all members of the Association shall have one vote subject to the Chairman having a casting vote in the event of an equality of votes.

The AGM shall include:

- (i) Presentation of the Chairman's annual report
- (ii) Presentation of the annual accounts and the Treasurer's annual report
- (iii) Election of the Trustees for the Committee of the Association
- (iv) Appointment of the auditors

12. Alterations to the Constitution

Alterations to the Constitution must receive the assent of not less than two-thirds of the members of the Association present and voting. A resolution for the alteration of the Constitution must be received by the Secretary of the Association in writing at least 28 clear days before the meeting at which the resolution is to be brought forward. Twenty-one days notice of such a meeting must be given by the Secretary of the Association to the members and must include notice of the alterations proposed.

13. Dissolution

If at any General Meeting of the Association it is decided by a two-thirds majority of those present and voting that the Association be dissolved and after all debts and liabilities have been satisfied, any assets remaining shall not be paid to or distributed among the members but shall be given or transferred to some other charitable organisation or organisations having similar Objects to the Association.