

# OUTWEST

## Constitution

Adopted on the twenty-ninth day of January in the year two thousand and nine.

*Amended on the seventh day of November in the year two thousand and nine.*

### **PART 1**

#### **1. Adoption of the Constitution**

- 1.1 The association and its property will be administered and managed in accordance with the provisions in Parts 1 and 2 of this constitution.

#### **2. The Name**

- 2.1 The association's name is 'OutWest'. (hereafter known in this document as 'The Charity')

#### **3. The Objects**

- 3.1 The Charity's objects (the Objects) are:
  - a) To promote equality and diversity, advance education and eliminate discrimination in relation to lesbian, gay, bisexual and transgender people, in particular but not exclusively those resident in the London Boroughs of Brent, Ealing, Hammersmith and Fulham, Harrow, Hillingdon, Hounslow and Richmond upon Thames (The "Area Of Benefit" hereafter known as "West London"), for the benefit of the public by raising awareness in issues affecting said persons.
  - b) To promote such other general charitable purposes for the benefit of the lesbian, gay, bisexual & transgendered community within West London as the trustees shall from time to time determine.

#### **4. Application of the Income and Property**

- 4.1 The income and property of the Charity shall be applied solely towards the promotion of the Objects.
  - 4.1.1 The Trustee nominated as Treasurer of the Charity (hereafter known

as "The Treasurer" shall be solely responsible for the proper management of the Charity's funds

- 4.2 The membership or trustees may pay out, or be reimbursed from, the property of the Charity reasonable expenses properly incurred by him or her when acting on behalf of the Charity.
  - 4.2.1 Any decision to spend or apply property from the Charity must be approved by the trustees and membership at a quorate General Meeting.
  - 4.2.2 All cheques and payments must be signed or authorised by the Treasurer and countersigned by one other elected trustee.
- 4.3 None of the income or property of the Charity may be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to any member of the Charity. This does not prevent:
  - a) a member who is not also a Trustee from receiving reasonable and proper remuneration for any goods or services supplied to the Charity;
  - b) a Trustee from:
    - i) buying goods or services from the Charity upon the same terms as other members or members of the public;
    - ii) receiving a benefit from the Charity in the capacity of a beneficiary of the Charity, provided that the Trustees comply with the provision of sub clause (6) of this clause, or as a member of the Charity and upon the same terms as other members;
  - c) the purchase of indemnity insurance for the Trustees against any liability that by virtue of any rule of law would otherwise attach to a Trustee or other officer in respect of any negligence, default breach of duty or breach of trust of which he or she may be guilty in relation to the Charity but excluding:
    - a) fines;
    - b) costs of unsuccessfully defending criminal prosecutions for offences arising out of the fraud, dishonesty or wilful or reckless misconduct of the Trustee or other officer;

- c) liabilities to the Charity that result from conduct that the Trustee or other officer knew or ought to have known was not in the best interests of the Charity or in respect of which the person concerned did not care whether that conduct was in the best interests of the Charity or not.

4.4 No Trustee may be paid or receive any other benefit for being a Trustee.

4.5 A Trustee may:

- a) sell goods, services or any interest in land to the Charity;
- b) be employed by or receive any remuneration from the Charity
- c) receive any other financial benefit from the Charity,

if :

- d) he or she is not prevented from doing so by sub-clause 4.4; and
- e) the benefit is permitted by sub-clause 4.3; or
- f) the benefit is authorised by the Trustees in accordance with the conditions in sub-clause 4.6.

4.6

- a) If it is proposed that a Trustee should receive a benefit from the Charity that is not already permitted under sub-clause 4.3, he or she must:
  - i) declare his or her interest in the proposal;
  - ii) be absent from that part of any meeting at which the proposal is discussed and take no part in any discussion of it;
  - iii) not be counted in determining whether the meeting is quorate;
  - iv) not vote on the proposal
- b) In cases covered by sub-clause 4.5, those Trustees who do not stand to receive the proposed benefit must be satisfied that it is in the interests of the Charity to contract with or employ that Trustee rather than with someone who is not a Trustee and they must record the decision in the minutes. In reaching that decision the Trustees must balance the advantage of contracting with or employing a Trustee against the disadvantage of doing so (especially the loss of the

Trustee's services as a result of dealing with the Trustee's conflict of interest.

- c) The Trustees may only authorise a transaction falling within paragraphs a – c of sub clause 4.5 if the Trustee body comprises a majority of Trustees who have not received any such benefit.
  - d) If the Trustees fail to follow this procedure, the resolution to confer a benefit upon the Trustee will be void and the Trustee must repay to the Charity the value of any benefit received by the Trustee from the Charity.
- 4.7 A Trustee must absent himself or herself from any discussions of the Trustees or membership in which it is possible that a conflict will arise between his or her duty to act solely in the interests of the Charity and any personal interest (including but not limited to any personal financial interest) and take no part in the voting upon the matter.
- 4.8 Discussions held by the Trustees in relation to application of the income and property must be reported and approved by the membership at a quorate General Meeting.
- 4.8.1 At each General Meeting, the Trustee nominated to the role of Treasurer (hereafter known as “the Treasurer”) shall make a report of the Charity's financial activities to the membership.
  - 4.8.2 In addition to a monthly report, the Treasurer shall produce a written statement of accounts on a quarterly basis, verified by two other Trustees nominated by a quorate General Meeting.
- 4.9 In this Clause 4, “Trustee” shall include any person, firm or company connected with the Trustee.

## **5. Dissolution**

- 5.1 If the members resolve to dissolve the Charity the Trustees will remain in office as Charity Trustees and be responsible for winding up the affairs of the Charity in accordance with this clause.
- 5.1.1 Dissolution of the Charity must be passed by two thirds of the membership present at an Extraordinary General Meeting, called in accordance with the procedures for calling an Extraordinary General Meeting.
- 5.2 The Trustees must collect in all the assets of the Charity and must pay or make provision for all the liabilities of the Charity
- 5.3 The Trustees must apply any remaining property or money:
- a) directly for the Objects;
  - b) by transfer to any Charity or charities for purposes the same as or similar to the Charity;
  - c) in such other manner as the Charity Commission for England and Wales ("the Commission") may approve in writing in advance.
- 5.4 The members may pass a resolution before or at the same time as the resolution to dissolve the Charity specifying the manner in which the Trustees are to apply the remaining property or assets of the Charity and the Trustees must comply with the resolution if it is consistent with paragraphs a-c inclusive in sub-clause 5.3
- 5.5 In no circumstances shall the net assets of the Charity be paid to or distributed among the members of the Charity (except to a member that is itself a Charity).
- 5.6 The Trustees must notify the Commission promptly that the Charity has been dissolved. If the Trustees are obliged to send the Charity's accounts to the Commission for the accounting period which ended before its dissolution, they must send the Commission the Charity's final accounts.

## **6. Amendments**

- 6.1 The Charity may amend any provision contained in Part 1 of this Constitution provided that:

- a) no amendment may be made that would have the effect of making the Charity cease to be a Charity at law;
  - b) no amendment may be made to alter the Objects if the change would not be within the reasonable contemplation of the members of or donors to the Charity;
  - c) no amendment may be made to clause 4 without the prior written consent of the Commission;
  - d) any resolution to part 1 or part 2 of this constitution is passed by not less than two thirds of members present at an Annual General Meeting or a Extraordinary General Meeting, of at which twenty one days written notice has been given to the membership.
- 6.2 A copy of any resolution amending this constitution shall be sent to the Commission within twenty one days of it being passed.
- 6.3 All members have the right to suggest amendments to this Constitution. Amendments must be sent in writing to either of the Trustees nominated as co-chairs of the Charity (hereafter known as “the Co-Chairs”) or to the Trustee nominated as the secretary of the Charity (hereafter known as “the Secretary”).

## **Part 2**

### **7. Membership**

- 7.1 Membership is open to individuals who are Lesbians, Gay Men, Bisexual or Transgendered people who reside, work, socialize or have another interest in West London.
- 7.2 Application for membership is welcomed from individuals outside of the requirements in sub clause 7.1 and may be given membership at the discretion of the Trustees.
- 7.3 New members will be entitled to attend all meetings immediately but will not be able to vote until their second meeting.
- 7.4
- a) The Trustees may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of the Charity to refuse the application.
  - b) The Trustees must inform the applicant in writing of the reasons for the refusal within twenty-one days of the decision.

- c) The Trustees must consider any written representations the applicant may make about the decision. The Trustees' decision following any written representations must be notified to the applicant in writing but shall be final.

7.5 Membership is not transferable to anyone else.

7.6 The Trustees must keep a register of names and addresses of members.

## **8. Termination of Membership**

8.1 Membership is terminated if:

- a) the member dies or, if it is an organisation, ceases to exist;
- b) the member resigns by written notice to the Charity unless, after the resignation, there would be less than two members;
- c) the member is removed from membership by a resolution passed by the membership at a General Meeting with a majority of at least fifty one percent of the membership that it is in the best interests of the Charity that his or her membership is terminated. A resolution to remove a member from membership may only be passed if:
  - i) the member has been given at least twenty one days' notice in writing of the meeting of the membership at which the resolution will be proposed and the reasons why it is to be proposed;
  - ii) the member or, at the option of the member, the member's representative (who need not be a member of the Charity) has been allowed to make representations to the meeting.

## **9. Meetings**

9.1 The policies and activities of the Charity will be decided at General Meetings, which are open to the membership of the Charity.

9.1.1 General Meetings will be held once a month.

9.1.2 One of the co-chairs will be chair of a General Meeting, on an alternate basis.

9.1.3 All resolutions passed at a General Meeting will be passed by a simple majority vote.

- 9.1.4 Resolutions can only be voted upon by members who have met the conditions set in sub clause 7.3
- 9.2 The Annual General Meeting of the Charity shall be held in the final three months of each calendar year.
- 9.2.1 The mandatory business at the Annual General Meeting shall consist of:
- a) To elect Trustees of the Charity
  - b) To elect Trustees into nominated positions within the Charity
  - c) To consider reports from the Trustees on the previous year's activities
  - d) To approve a set of final, yearly accounts produced by the Treasurer.
  - e) To consider and vote on any amendments to the constitution of the Charity
  - f) To appoint the Charity's Independent Financial Auditor
- 9.2.2 All members registered with the Charity on the date notice is given of the Annual General Meeting will be entitled to vote on the business of the Annual General Meeting. In accordance with sub clause 7.3, those who register after the notice is given may participate in the discussion of but not vote on resolutions.
- 9.3 Extraordinary General Meetings of the Charity can be called upon written request to the Secretary.
- 9.3.1 Extraordinary General Meetings can be called by written request of at least ten members of the Charity.
- 9.3.2 Upon receipt of a request for an Extraordinary General Meeting, the Secretary will advise the Trustees of this request and call the Extraordinary General Meeting within twenty eight days of the receipt of the request.

9.3.3 The Secretary must inform all of the membership in writing of the date, venue and time of the Extraordinary General Meeting and the reasons for calling the meeting.

9.3.4 Members who are entitled to vote on resolutions under sub clause 7.3 will be allowed to vote on resolutions at the Extraordinary General Meeting.

## **10. Notice**

10.1 The minimum period of notice required to hold a general meeting of the Charity is seven clear days from the date on which the notice is deemed to have been given.

10.2 The minimum period of notice required to hold an Annual General Meeting of the Charity is twenty one clear days from the date on which the notice is deemed to have been given.

10.3 The minimum period of notice required to hold an Extraordinary General Meeting of the Charity is twenty one clear days from the date on which the notice is deemed to have been given.

10.4 All notices must specify the date, time and place of the meeting and the general nature of the business to be transacted.

10.5 The notice must given to all members and to the Trustees.

## **11. Quorum**

11.1 No business shall be transacted at any meeting unless a quorum is present.

11.2 In the case of General Meetings, a Quorum consists of five members, including three Trustees.

11.3 In the case of Annual and Extraordinary General Meetings, a Quorum consists of eleven people, with representation from both genders, including at least one Trustee.

## **12. Votes**

12.1 Each registered member shall have one vote on all resolutions in any type of meeting held.

- 12.2 If there is an equality of votes the Co-Chair chairing the meeting shall have the casting vote in addition to any other vote he or she may have.
- 12.3 Votes on resolutions are valid from any member who meets the conditions set in sub clause 7.3.
- 12.4 Votes may only be registered in person. Postal, Proxy or Internet based voting will not be accepted.

### **13. Trustees and Officers**

- 13.1 The Charity and its property shall be managed and administered by a committee comprising the Officers and other members elected in accordance of this Constitution. The Officers and other members of the committee shall be the Trustees of the Charity and in this constitution are together called “The Trustees”
- 13.2 The Charity shall have the following Officers:
  - a) up to two Co-Chairs
  - b) Secretary
  - c) Treasurer
  - d) Up to five General Officers

Wherever possible, the Trustees shall represent the diversity of the membership of the Charity.

- 13.3 A Trustee must be a member of the Charity.
- 13.4 No one may be appointed a Trustee if he or she would be disqualified from acting under the provisions of Clause 16.
- 13.5 The number of Trustees shall not be less than three but will not exceed nine.
- 13.6 All members of the Charity are eligible to stand for election, providing they are not disqualified from doing so under the provisions of Clause 16.
- 13.7 Trustees shall be elected by secret ballot at the Annual General Meeting. Any member wishing to stand for office should notify either the Secretary or one of the Co-Chairs in writing before or

at the meeting immediately preceding the Annual General Meeting, stating the position/s they wish to stand for, in order to prepare ballot papers.

- 13.8 Any member who is not a current Trustee who has declared an interest in standing for office must wherever possible attend the Annual General Meeting.
- 13.9 Two members who are in attendance at the Annual General Meeting are required to act as scrutiners of the voting procedures. These members must not be candidates for Trustee roles.
- 13.10 Any vacant Trustee posts may be filled by a simple majority vote of the Trustees and members at the nearest General Meeting. Those wishing to stand for office must wherever possible be present at the meeting concerned.
- 13.11 Trustees are voted into office by a simple majority vote.
- 13.12 Portfolios for Trustees (if deemed appropriate based on individual knowledge and expertise), including the Co-Chairs if necessary, will be decided by the Trustees at a meeting to be held within one month of the Annual General Meeting. These portfolios will then be published on the Charity's website and announced to the membership at the next possible General Meeting.
- 13.13 Trustees must attend at least one General Meeting in three.
- 13.14 A Trustee may not appoint anyone to act on his or her behalf at meetings of the Trustees.
- 13.15 Each of the Trustees shall retire at each Annual General Meeting but shall be eligible for re-election at each Annual General Meeting.
- 13.16 The first Trustees shall be those elected or already elected at the meeting at which this constitution is adopted.

#### **14. Powers of Trustees**

- 14.1 The Trustees must manage the business of the Charity and have the following powers in order to further the Objects (but not for any other purpose):

- a) to raise funds. In doing so, the Trustees must not undertake any substantial permanent trading activity and must comply with any relevant statutory regulations;
  - b) to buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
  - c) to sell, lease or otherwise dispose of all or any part of the property belonging to the Charity. In exercising this power, the Trustees must comply as appropriate with sections 36 and 37 of the Charities Act 1993, as amended by the Charities Act 2006;
  - d) to co-operate with other charities, voluntary bodies and statutory authorities and to exchange information and advice with them;
  - e) to establish or support any charitable trusts, associations or institutions formed for any of the charitable purposes included in the objects;
  - f) to acquire, merge with or enter into any partnership or joint venture arrangement with any other Charity formed for any of the Objects;
  - g) to set aside income as a reserve against future expenditure but only in accordance with a written policy about reserves;
  - h) to obtain and pay for such goods and services as are necessary for carrying out the work of the Charity;
  - i) to open and operate such bank and other accounts as the Trustees consider necessary and to invest funds and to delegate the management of funds in the same manner and subject to the same conditions as the Trustees of a trust are permitted to do by the Trustee Act 2000;
  - j) to do all such other lawful things as are necessary for the achievements of the Objects;
- 14.2 No alteration of this constitution or special resolution shall have retrospective effect to invalidate any prior act of the Trustees.
- 14.3 Any meeting of Trustees at which a quorum is present at the time the relevant decision is made may exercise all the powers exercisable by the Trustees.

## **15. Disqualification and Removal of Trustees**

15.1 A Trustee shall cease to hold office if he or she:

- a) is disqualified for acting as a Trustee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of the provision);
- b) ceases to be a member of the charity;
- c) becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;
- d) resigns as a Trustee by notice to the Charity (but only if at least two Trustees will remain in office when notice of resignation is to take effect).

15.2 Where a trustee is absent from three consecutive General Meetings without apologies, or six with apologies, the remaining Trustees may seek clarification, in writing, of the absent Trustee's commitment to their role. If after fourteen days there has been no response from the absent Trustee, they will be deemed to have resigned as a Trustee.

15.3 A Trustee can be removed from office at the request of the membership by requesting a vote of no confidence in the Trustee.

## **16. Proceedings of Trustees**

16.1 The Trustees may regulate their proceedings as they think fit, subject to the provisions of this constitution.

16.2 The Secretary must call a meeting of the Trustees if requested to do so by a Trustee.

16.3 Questions arising at a meeting must be decided a simple majority vote.

16.4 In the case of an equality of votes, the Co-Chair who chairs the meeting shall have a second or casting vote.

16.5 No decision may be made by a meeting of the Trustees unless a quorum is present at the time the decision is purported to be made.

- 16.6 The quorum shall be three Trustees.
- 16.7 A Trustee shall not be counted in the quorum present when any decision is made about a matter upon which that Trustee is not entitled to vote.
- 16.8 If the number of Trustees is less than the number fixed as the quorum, the continuing Trustees or Trustee may act only for the purpose of filling vacancies or of calling a General Meeting.
- 16.9 One of the Trustees elected as Co-Chairs shall chair meetings of the Trustees in alternate turn where possible.
- 16.10 A resolution in writing signed by all the Trustees entitled to receive notice of a meeting of the Trustees or of a committee of Trustees and to vote upon the resolution shall be as valid and effectual as if it had been passed at a meeting of the Trustees or (as the case may be) a committee of the Trustees duly convened and held.
- 16.11 Resolutions passed at a meeting of Trustees must be ratified by the membership at the next possible General Meeting.

## **17. Delegation**

- 17.1 The membership, at a quorate General Meeting, may delegate specific activities (e.g. detailed planning and execution) to a relevant sub-group of members.
- 17.2 The Trustees may impose conditions when delegating, including the conditions that:
- a) The relevant powers regarding the specific matter are to be exercised exclusively by the sub-group to whom they delegate;
  - b) No expenditure may be incurred on behalf of the Charity except in accordance with a budget previously agreed with the membership.
  - c) The membership may revoke or alter a delegation.
  - d) All acts and proceedings of any sub-groups must be fully and promptly reported to the Trustees and a report made to the membership at the next possible General Meeting.

17.3 All delegations must be recorded in the minutes of General Meetings.

## **18. Irregularities in Proceedings**

18.1 Subject to sub clause 18.2, all acts done by a meeting of Trustees, or of a committee of Trustees, shall be valid notwithstanding the participation in any vote of a trustee:

- a) who was disqualified from holding office;
- b) who had previously retired or who had been obliged by the constitution to vacate office;
- c) who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise;

if, without:

- a) the vote of that Trustee; and
- b) that Trustee being counted in the quorum

the decision has been made by a majority of the Trustees at a quorate meeting.

18.2 Sub-clause 18.1 does not permit a Trustee to keep any benefit that may be conferred upon him or her by a resolution of the Trustees or of a committee of Trustees if the resolution would otherwise have been void.

18.3 No resolution or act of:

- a) the Trustees
- b) any committee of the Trustees
- c) the Charity at a General, Annual or Extraordinary General meeting

shall be invalidated by reason of the failure to give notice to any Trustee or member or by reason of any procedural defect in the meeting unless it is shown that the failure or defect has materially prejudiced a member or the beneficiaries of the Charity.

## **19. Minutes**

- 19.1 The Secretary will keep all minutes of all meetings of the Charity.
- 19.2 The Trustees must keep minutes of all:
- a) appointments of Trustees made by the membership;
  - b) proceedings at General, Annual and Extraordinary meetings of the Charity;
  - c) meetings of the Trustees and committees of Trustees including:
    - i) the names of Trustees present at the meeting;
    - ii) the decisions made at the meetings; and
    - iii) where appropriate the reasons for the decisions.
- 19.3 Minutes from meetings will be circulated to the membership at least seven days before the next meeting.

## **20. Annual Report and Return and Accounts**

- 20.1 The Trustees must comply with their obligations under the Charities Act 1993 with regard to:
- a) the keeping of accounting record for the Charity;
  - b) the preparation of annual statements of account for the Charity;
  - c) the transmission of the statements of account to the Charity;
  - d) the preparation of an Annual Report and its transmission to the Commission;
  - e) the preparation of an Annual Return and its transmission to the Commission.
- 20.2 Accounts must be prepared in accordance with the provisions of any Statement of Recommended Practice issued by the Commission, unless the Trustees are required to prepare

accounts in accordance with the provisions of such a Statement prepared by another body.

## **21. Registered particulars**

21.1 The Trustees must notify the Commission promptly of any changes to the Charity's entry on the Central Register of Charities.

## **22. Insurance**

22.1 The Trustees must ensure that the Charity is insured suitably in respect of public liability.

## **23. Notices**

23.1 Any notice required by this constitution to be given to or by any person must be:

- a) in writing; or
- b) given using written electronic communications.

23.2 The Charity may give any notice to a member either:

- a) personally; or
- b) by sending it by post in a prepaid envelope addressed to the member at his or her address; or
- c) by leaving it at the address of the member; or
- d) by giving it using electronic communications to the member's address.

23.3 A member present in person at any meeting of the Charity shall be deemed to have received notice of the meeting and of the purposes for which it was called.

- a) Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given.
- b) Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and

Administrators shall be conclusive evidence that the notice was given.

- c) A notice shall be deemed to be given 48 hours after the envelope containing it was posted or, in the case of an electronic communication, 48 hours after it was sent.

## **24. Equal Opportunities and Behaviour**

- 24.1 The Charity is opposed to all forms of discrimination. It is committed to ensuring that all members are treated equally, regardless of race, gender, sexual orientation, disability, HIV status, class, political or religious persuasion, marital status or age.
- 24.2 Members will be expected to abide by the Charity's Code of Conduct for all members and Trustees.
- 24.3 If any member feels that they have a grievance about the behaviour of any member(s) of the charity, including Trustees, they should in the first instance take the matter either in person or in writing to either of the Co-Chairs or the Secretary. An appropriate course of action, where possible in agreement with the complainant(s) and the member(s) who are the subject of the complaint, will be decided by three Trustees: usually the Co-Chairs and the Secretary, or others elected by all of the Trustees to avoid any conflict of interest. If the grievance is not satisfactorily resolved as a result of this the matter may be taken to the next General Meeting of the charity and put to a simple majority resolution.

## **25. Publications**

- 25.1 A copy of this constitution shall be made available to all members of the Charity and other interested parties e.g. Funding Bodies and Stakeholders.
- 25.2 The constitution and all minutes from meetings shall be made available on the Charity's website in full or partial form. The trustees reserve the right to withhold parts of the minutes deemed sensitive under The Freedom of Information Act 2000 (exemption 43). Full copies of the minutes will always be made available to the membership

## 26. Rules

- 26.1 The Trustees may from time to time make rules or bye-laws for the conduct of the business of the membership.
- 26.2 The bye-laws may regulate the following matters but are not restricted to them:
- a) the admission of members of the Charity (including the admission of organisations to membership) and the rights and privileges of such members;
  - b) the conduct of members of the Charity in relation to one another, and to the Charity's volunteers and stakeholders.
  - c) the procedure at General Meetings and meetings of the Trustees in so far as such procedure is not regulated by this Constitution;
  - d) the keeping and authenticating of records. (If regulations made under this clause permit records of the Charity to be kept in electronic form and requires a Co-Chair to sign the record, the regulations must specify a method of recording the signature that enables it to be properly authenticated.)
  - e) Formulate and implement policies and/or procedures to ensure the efficient routine administration of the charity.
  - f) generally, all such matters as are commonly the subject matter of the rules of an unincorporated association.
- 26.3 The Charity has the power to alter, add to or repeal the rules or bye-laws in Annual, Extraordinary or General Meetings.
- 26.4 The Trustees must adopt such means as they think sufficient to bring the rules and bye-laws to the notice of members of the Charity.
- 26.5 The rules or bye-laws shall be binding on all members of the Charity. No rule or bye-law shall be inconsistent with, or shall effect or repeal anything contained in, this constitution.
- 26.6 The boundaries of the catchment area in West London can be extended by agreement of the Trustees and a simple majority vote at a General Meeting.

***This constitution was amended at a quorate Annual General Meeting on the seventh day of November in the year two thousand and nine.***

\_\_\_\_\_  
***Christopher Boucher***

\_\_\_\_\_  
***Daniel Cox***

***The trustees nominated to the roles of Co-Chair of the Charity.***