



FATN
Talking News

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FATN Talking News Constitution

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The Constitution

1.0 Name

The name of the Association is FATN Talking News (amended AGM 2014).

2.0 Objects

The objects of the Association are to relieve in such manner as the Association shall from time to time decide blind or partially sighted persons or such other persons who being permanently or temporarily incapacitated are unable to read without difficulty.

3.0 Membership

A Membership shall be open to:

- a. those persons who receive or listen to FATN programmes or recordings from time to time from the Association, via any media or method.
- b. those persons who give their services to the Association
- c. such other persons as wish to be associated with the objects of the Association

B The Administrative Director shall be responsible for the acceptance of applications and the maintenance of the Membership Register.

4.0 Subscription

No subscription shall be payable by the members described in 3.0A (a) and (b) but the committee shall have power to charge an annual subscription of such amount as it shall think fit on all other members.

5.0 Officers

The Officers of the Association, who shall be appointed from among the members of the Association, shall be:

- a. The Chairman
- b. The Treasurer
- c. The Programme Director
- d. The Administrative Director
- e. The Technical Director

6.0 President

In addition, the Committee may, as a mark of esteem, appoint an honorary President who shall hold office until retirement or removal by a resolution of an Annual General Meeting of the Association.

7.0 Committee

A The management of the Association shall be by a Committee consisting of:

- a. The Officers
- b. The Honorary President (when appointed)
- c. Not less than 3 or more than 5 other members as defined in 3.0A including at least one as defined in 3.0A (a).

B Committee meetings shall be chaired by the Chairman of the Association, or in his/her absence by a Committee member nominated by the Chairman or, failing such nomination, as voted by the Committee.

C The Committee shall meet at least once every three months.

D Every member including the Chairman shall have one vote and in the case of an equality of votes the Chairman shall have a second or casting vote.

E A Secretary may be appointed to attend and record the business of the Committee in a non-voting capacity.

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F Other members may be co-opted to serve on the Committee or invited to attend meetings of the Committee, with the agreement of the majority of the Committee.

8.0 Appointment of Officers and Committee Members

A The Chairman, the Treasurer and the non-office holding members of the Committee shall be elected annually at the Annual General Meeting. They shall hold office from the conclusion of the meeting at which they are elected until the conclusion of the next following Annual General Meeting. They may stand for re- election provided that no person shall hold the same office for more than five consecutive years except when the Committee deems the services of members to be of such value to the Association that they should be allowed to stand again.

B The Programme Director, the Administrative Director and the Technical Director shall be appointed to office, and may be removed from office, by the Committee. They shall remain members of the Committee so long as they hold their appointments.

C The Secretary, whilst not an official or member of the Committee, shall be appointed to serve an unlimited term, terminated by retirement or resolution of the Committee.

9.0 Responsibilities of Officers and Committee Members

A The Chairman shall be responsible to the Committee for co-ordination and relations with external bodies and for the co-ordination of the activities of the Association.

B The Programme Director shall be responsible to the Committee for the preparation of the Programmes of recorded news, for the editorial content of the various FATN recordings, and for the management of the team of editors and readers.

C The Administrative Director shall be responsible to the Committee for the day to day administrative organisation of The Newspaper, for Field Service Teams' activities and records for the maintenance of the Listeners' registers and for the management of those volunteers not managed by the other Directors.

D The Technical Director shall be responsible to the Committee for the selection, installation and maintenance of equipment and software, to maintain a suitably high standard in the Association's recordings, and for the management of the team of engineers.

E The Secretary shall be responsible to the Chairman for the production of minutes of meetings and reports, and with the Administrative Director for arranging the Annual General Meeting and for other secretarial duties as agreed with the Chairman.

F Vacancies occurring in the offices of the Chairman, Treasurer or non-office holding members of the Committee shall be filled by election at the next convenient General Meeting of the Association and, until such meeting, may be filled provisionally by nomination by the Committee. An officer or Committee member so elected or co-opted shall hold office only until the conclusion of the next Annual General Meeting. Nominations for the offices of Chairman and Treasurer shall be notified, in writing, to the Secretary at least 7 days before the General Meeting at which the elections are to take place.

10.0 Annual General Meeting

The Annual General Meeting of the Association shall be held on a date to be fixed by the Committee not earlier than 1st April and not later than 30th June in each year. At least twenty-one days written notice shall be sent to all members except that members who normally receive FATN recordings may be notified by means of a recorded message.

The business of the Annual General Meeting shall be:

- a. To receive a Chairman's report
- b. To receive a Treasurer's report and approve the accounts
- c. To elect the Chairman, Treasurer and non-office holding Committee members
- d. To elect the auditor
- e. To elect trustees as necessary

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- f. To take any other business notified to the Secretary at least 7 days in advance of the meeting.

11.0 Extraordinary General Meeting

An Extraordinary General Meeting may be called by the Committee or at the written request of thirty members which shall be lodged with the Chairman at least twenty-eight days before the meeting. The Chairman shall send at least fifteen days written notice of an Extraordinary General Meeting to all members except that members who normally receive recordings may be notified by means of a recorded message.

12.0 Quorum and Voting

- A The quorum at a Committee meeting shall be five members of whom at least two must be officers of the Association.
- B The quorum at a General Meeting shall be two officers and fifteen other members.
- C At General Meetings every member including the Chairman shall have one vote and in the case of an equality of votes the Chairman shall have a second or casting vote.

13.0 Trustees

- A There shall be four trustees for the Association.
- B The trustees shall hold office for ten years or until earlier resignation or dismissal by resolution of a General Meeting of the Association.
- C The appointment of trustees shall be by resolution of an Annual General Meeting of the Association and trustees shall be eligible for re-election at the termination of their term of office.
- D All the property of the Association shall be vested in the trustees.
- E The trustees, shall with such consent as is by law required deal with the property so vested in them by way of sale or mortgage charge lease or otherwise howsoever as directed by the Association. Such directions shall be given by a resolution of the members of the Association passed by a majority of the members present at a duly convened General Meeting of the Association and when so passed shall in favour of a subsequent purchaser, mortgagee, charge, lessee or grantee be binding upon all members of the Association.
- A certificate purporting to be signed by the Chairman for the time being of the Association shall in favour of a purchaser, mortgagee, charge, lessee or grantee be conclusive evidence that such a direction was duly given.
- F Upon being appointed to act or upon ceasing to act as a trustee, a trustee or former trustee shall execute and do all deeds and things as may be necessary to give effect to such appointment or cesser.
- G The trustees may pay or discharge or reimburse themselves out of the funds of the Association, any rents, rates, taxes or other outgoing payments in respect of any property or other assets of the Association for which they may from time to time become personally liable and may reimburse themselves and the Treasurer any monies which may have been expended by them personally on behalf of the Association by reason of their having under the direction of the Association or the Committee entered into any undertaking contract or covenant or incurred any liability.
- H In addition and without prejudice to any indemnity afforded to the trustees by law they shall be fully indemnified out of the assets of the Association in respect of all acts and things done or omitted to be done by them or any of them whether under the direction of the Association or the Committee or otherwise on behalf of the Association to the intent that a trustee shall not be liable except for his own willful default or fraud.

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14.0 Financial

- A The annual subscription, if any, shall be payable in advance and shall be due on 1st April of each year.
- B The Treasurer shall make up the accounts to the 31st March in each year and present the same for approval at the next Annual General Meeting after certification by the Auditor.
- C All income shall be handed over to the Treasurer who shall pay the same into a bank account in the names of the Association at the Farnham branch of Lloyds Bank Limited or at such other bank as the Trustees may determine.

Cheques shall be signed by any two of the Treasurer, the Chairman, the Programme Director and the Administrative Director.

At the discretion of the Committee the Treasurer may be delegated authority to sign cheques up to a specified sum for the day to day conduct of the Association's business.

- D The trustees shall invest in their names any monies not required for the immediate purposes of the Association in securities in which trust money may by law be Invested with power from time to time to transpose such investments.

15.0 Dissolution of the Association

In the event of the dissolution of the Association any cash assets remaining after the satisfaction of all debts and liabilities shall not be paid or distributed among members of the Association but shall be given or transferred to the Surrey Association for Visual Impairment and the Hampshire Association for the Care of the Blind, or their successor organisations, in proportion to the number of listeners of the Talking Newspaper then living in the respective counties. Equipment, furniture and fittings belonging to the Talking Newspaper shall first be offered to other talking newspapers. Any remaining assets shall be disposed of at the discretion of the trustees and any cash realised as a result of disposal shall be given or transferred as provided above.

16.0 Alteration of Constitution

This constitution may be altered repealed or added to by a resolution passed by a majority of the members of the Association who are present in person or by proxy at an Annual General Meeting or an Extraordinary General Meeting called for the purpose and the proposed alterations shall be stated in the notice calling the meeting provided that no alteration shall be made to paragraph 2.0 or this paragraph without the prior written approval of the Charity Commissioners.