

Constitution

1. NAME

The association shall be known as **the Brain Injury Grampian – Group** (referred to as **the BIG-Group**).

2. OBJECTIVES

The **BIG-Group's** objectives are:-

“The objects of the **BIG-Group** shall be the rehabilitation of persons who have suffered a brain injury and the care and support of and concern for such persons and their relatives and carers and in furtherance thereof shall seek:”

- (a) to work towards establishing a range of initiatives to help relieve the needs of those with a brain injury.
- (b) to facilitate education and training for professionals and volunteers.
- (c) to collect and make available appropriate information, leaflets and literature or encourages agencies to produce such where none is available at present..
- (d) to encourage audit and research and to publish the results.

3. MEMBERSHIP

(1) Membership of the **BIG-Group** shall be open to:-

- (a) carers supporting those with a brain injury
- (b) individuals with a brain injury
- (c) professional staff or volunteers working with those who have a brain injury or in a related field
- (d) those who are interested in furthering the objectives of the **BIG-Group**

(2) The Committee shall be entitled at its discretion, for good and sufficient reason, to refuse to admit an application to membership.

(3) The Committee shall have the right, for good and sufficient reason, to terminate the membership of any individual provided that the individual member concerned shall have the right to be heard by the Committee before a final decision is made.

4. COMMITTEE

(1) The affairs of the **BIG-Group** shall be administered for the membership by a committee appointed from the membership and comprising a

Convenor

Secretary

Treasurer

and not less than 3 ordinary members

(2) The committee shall be accountable to the membership of the **BIG-Group**.

(3) The committee shall be entitled to appoint such legal and other advisors as may from time to time be found necessary for the effective functioning of the **BIG-Group**, and to pay them such reasonable remuneration as may be appropriate to the services rendered.

- (4) The decisions made at all meetings shall be available to members.
- (5) The Committee shall meet at least twice annually. Unless otherwise determined, a quorum shall be three members of the committee.
- (6) The Committee may form working groups with fixed remits to deal with specific tasks.
- (7) Individuals with specific expertise may be co-opted to the Committee or to working groups but with no right to vote.
- (8) The Committee shall maintain a register of members.

5. ELECTIONS

- (1) Members shall have the right to vote at all general meetings of the **BIG-Group**. Votes by proxy shall not be permitted.
- (2) The Convenor, Vice Convenor, Secretary and Treasurer shall be elected by a vote, after nomination and seconding. The term of office shall be one year, after which the holder shall be eligible for re-election to the committee.
- (3) Ordinary members can serve for a period of two years and shall be eligible for re-election for a second period of two years. On the expiry of such a period, three further years must elapse before a person shall be eligible for re-election to the committee.
- (4) Any vacancy on the committee may be filled, from the membership, by the committee and any person appointed to fill such a vacancy shall hold office until the next Annual General Meeting of the **BIG-Group** and shall be eligible for election at that meeting.

6. MEETINGS

- (1) An annual General Meeting shall be held once every calendar year.
- (2) The secretary shall be required to give in writing not less than fourteen days notice of the meeting, along with the agenda showing the business to be conducted.

The business of the Annual General Meeting shall include:

- (a) the election of the Convenor, Vice-convenor, Secretary and Treasurer.
 - (b) the election of ordinary members of the Committee.
 - (c) the presentation of audited accounts.
 - (d) the appointment of auditors and determination of their remuneration (if any).
- (3) An Extraordinary General Meeting may be called by the committee or requested by a member with the written support of at least five other members.
The secretary shall give in writing not less than fourteen days notice of the meeting, along with the agenda showing the business to be conducted.
 - (4) (a) quorum for Annual and Extraordinary General Meetings shall be fifteen members plus at least two committee members present. (b) Resolutions for all General Meetings, proposed and seconded, must be in writing and reach the Secretary not less than twenty-eight days before the meeting.
 - (5) At the discretion of the Convenor of a General Meeting, other resolutions may be tabled or discussed, but no decision may be taken until the conditions of 6 (4) are fulfilled.
 - (6) The committee shall ensure that minutes are kept of all general meetings and of all meetings of the committee and sub committees containing in each case, a note of those present, those attending and the chair and a record of all proceedings, resolutions and decisions.

7. POWERS

To further the objectives (as stated in 2), the **BIG-Group** may:-

- (1) Employ and pay any person or persons to supervise, organise and carry on the work of the **BIG-Group**;
- (2) Make reasonable provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependants.
- (3) Engage and pay fees to professional and technical advisers/consultants to assist in the work of the **BIG-Group**;
- (4) bring together in conference and work in liaison with representatives of voluntary organisations, government departments, local and other statutory authorities and individuals;
- (5) Take out membership of such organisations as are considered to be in the interests of and compatible with the objectives of the **BIG-Group**;
- (6) Promote and carry out or assist in promoting and carrying out research, surveys and investigations and where considered appropriate publish the results;
- (7) Arrange and provide for or join in arranging and providing for the holding of exhibitions, meetings, lectures, classes, seminars and training courses;
- (8) Collect and disseminate information on all matters affecting the objectives and exchange such information with other bodies having similar objectives whether in this country or overseas;
- (9) Cause to be prepared and printed or otherwise reproduced and circulated, free of charge or for payment, papers, books, periodicals, pamphlets or other documents or films or recorded tapes (whether audio or visual or both) as shall such further the objectives;
- (10) Purchase, take on lease, or exchange, hire or otherwise acquire any property and any rights and privileges considered appropriate for the promotion of the objectives and construct, maintain and alter any buildings considered appropriate for the work of the **BIG-Group**;
- (11) Make regulations for the management of any property which may be so acquired;
- (12) Sell, let, grant securities over, dispose of or turn to account all or any of the property or assets of the **Big-Group**;
- (13) Borrow or raise money for the objectives and accept gifts on such terms and on such security as shall be deemed to be appropriate;
- (14) Raise funds and invite and receive contributions from any person or persons by way of subscription or otherwise;
- (15) Invest the funds of the **BIG-Group** not immediately required for the objectives in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) as may at the time be imposed or required by law and
- (16) do all such other lawful things as are incidental or conducive to the attainment of the objectives.

8. FINANCE

- (1) All funds raised by or on behalf of the **BIG-Group** shall be applied to further the objectives of the **BIG-Group** and for no other purpose. The preceding provision shall not, however, prevent the payment in good faith of reasonable and proper remuneration of any employee of the **BIG-Group** and fees to professional and technical advisers or the repayment to members of the committee or of any committee or sub-committee appointed including of reasonable out-of-pocket expenses.

- (2) The treasurer shall keep accounting records and shall prepare proper accounts annually and at such other intervals as the committee may direct.
- (3) The accounts shall be audited at least once a year by the auditor or auditors.
- (4) If the auditor appointed at the Annual General Meeting (or, if more than one auditor was appointed, all of the auditors) cease to hold that appointment during the period between Annual General Meetings, the committee shall have power to appoint a replacement auditor or auditors, to hold office until the Annual General Meeting which next follows.
- (5) An audited statement of the accounts for the last financial year shall be submitted by the committee to the Annual General Meeting.
- (6) A bank account shall be opened in the name of the **BIG-Group** with such banks and/or building societies, as the committee shall from time to time decide. The committee shall authorise in writing four members of the committee (one of whom shall be the treasurer) to sign cheques on behalf of the **BIG-Group**. All cheques must be signed by not less than two of the four authorised signatories.

9 PROPERTY

The title to all property, heritable and moveable, which may be acquired by or on behalf of the **BIG-Group** shall be vested in the names of the committee – convenor, vice convenor, the secretary and the treasurer for the time being.

10 ALTERATIONS TO THE CONSTITUTION

A resolution to alter this constitution shall not be valid unless:

- a) Two thirds of the votes cast in relation to the resolution at a General Meeting of the **BIG-Group** (whether annual or special) are in favour and
- b) Notice (setting out the terms of the proposed alteration) shall have been given to the members not less than 21 clear days before the meeting at which the alteration was proposed.

No alteration shall be made which would have the effect of causing the **BIG-Group** to cease to be recognised by the Inland Revenue as a charity.

11 DISSOLUTION

If the committee by a simple majority decide at any time that it is necessary or advisable to dissolve the **BIG-Group**, it shall call a special general meeting of the **BIG-Group**, of which meeting not less than 21 days' notice (stating the terms of the resolution to be proposed at the meeting) shall be given. If such decision is confirmed by a two-thirds majority of the votes cast in relation to the resolution at such a meeting, the committee shall sell such of the assets of the **BIG-Group** as they may consider appropriate for the best price reasonably obtainable and settle the debts and liabilities of the **BIG-Group**. Any assets remaining after the satisfaction of such debts and liabilities shall be given or transferred to such other charitable organisation or organisations having objectives similar to the objectives of the **BIG-Group** as the management committee may determine.

Note: This constitution was unanimously accepted by an Extraordinary General Meeting of the **BIG-Group** held on the – 12th September 2001.