

CONSTITUTION OF TRANSFORUM MANCHESTER (TRANS-DISCUSSION GROUP)

Adopted on the twenty first day of May 2011

1. Name

The name of the Association is TRANSFORUM MANCHESTER, referred to hereinafter as “the Association”.

2. Administration

Subject to the matters set out below the Association and its property shall be administered and managed in accordance with this constitution by the members of the Executive Committee, constituted by clause 7 of this constitution (“the Executive Committee”).

3. Objectives

The Association’s prime aims (“the Objectives”) are educational by undertaking the following within the area of Manchester, North West England and beyond as resources allow:

- 3.1 to provide a safe discussion and information sharing forum for all members to express and explore their gender identity;
- 3.2 to welcome all those affected by gender dysphoria related to transgenderism, transvestism, transsexualism, gender queer, FTM (female-to-male), MTF (male-to-female) as well as other variations of gender identity within our diverse community; and those who live with any intersex condition or gender variance difficulty; also partners, close family members (over 18) and supporters, and all those wishing to gain knowledge about this condition and the transgender community;
- 3.3 to provide, where compatible with Objective 'a', social & mutual support and self help to all members;
- 3.4 to advance public education about all the aspects of gender dysphoria / gender diversity related to transgenderism, transsexualism, transvestism or intersex conditions; and promote acceptance of all transgender, gender variant or intersexed people;
- 3.5 to work with the police and other bodies to address the issues of transphobic hate crime through education, facilitating the reporting of such crime(s) information on crime prevention and signposting sources of support for those suffering such crime(s);
- 3.6 to provide a safe meeting space in the Manchester area for the trans and gender variant community, in all its diversity;
- 3.7 to maintain close links with all groups and services relevant to our aims and to involve these groups and supportive organisations, including public sector bodies, in the work of the Association;
- 3.8 to keep confidential all personal information about group members and confidential discussions.

4. Powers

In furtherance of the Objectives of the Association, but not otherwise, the Executive Committee may exercise the following powers:

- 4.1 Power to raise funds and to invite and receive contributions provided that in raising funds the Executive Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- 4.2 Power to invest the Association's funds of less than £50,000 in a high interest account, or if the amount exceeds £50,000, power to invest following advice from a qualified financial advisor;
- 4.3 Power to buy, take on lease, or rental agreement, or in exchange, any property necessary for the achievement of the Objectives and to maintain and equip it for use;
- 4.4 Power subject to any consents required by law to sell, lease or dispose of all or any part of the property of the Association;
- 4.5 Power subject to any consents required by law to borrow money and to charge all or any part of the property of the Association with repayment of the money so borrowed;
- 4.6 Power to employ such staff (who shall not be members of the Executive Committee) as are necessary for the proper pursuit of the Objectives and to make all reasonable and necessary provision, if applicable, for the payment of pensions and superannuation for staff and their dependants;
- 4.7 Power to co-operate with charities, voluntary bodies and statutory authorities operating in furtherance of the Objectives or of similar purposes and to exchange information and advice with them;
- 4.8 Power to establish or support any charitable trusts, associations, organisations or institutions formed for all or any of the Association's Objectives;
- 4.9 Power to appoint and constitute such advisory committees as the Executive Committee may think fit;
- 4.10 Power to make the payment of any premium in respect of any indemnity insurance to cover the liability of the Executive Committee (or any of them) which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of duty or breach of trust of which they may be guilty in relation to the Association: provided that any such insurance shall not extend to any claim arising from any act of omission which the Executive Committee (or any of them) knew was a breach of duty or breach of trust or which was committed by the Executive Committee (or any of them) in reckless disregard of whether it was a breach of duty or breach of trust or not and provided also, that any such insurance shall not extend to the costs of an unsuccessful defence to a criminal prosecution brought against the members of the Executive Committee of the Association;
- 4.11 Power to operate a bursary fund to subsidise the cost of counselling, support etc. for those in financial need, hardship or distress;
- 4.12 Power to do all such other lawful things as are necessary for the achievement of the Objectives.

5. Membership & Affiliates

- 5.1 Membership of the Association shall be open to any person over the age of 18 years who is in good standing, is interested in furthering the Objectives of the Association, who has filled in a membership form, has agreed not to act in any discriminatory, prejudiced or oppressive way, to keep confidential all personal information about group members & confidential discussions and who has paid any annual subscription as may be laid down from time to time by the Executive Committee.
- 5.2 The Association may establish a junior membership section for those under the age of 18 years, although this group shall not be permitted to vote on any matters pertaining to the business of the Association or to the election of members of the Executive Committee. Members under the age of 18 years shall, however, have the power to elect two of their number to represent them at meetings of the Executive Committee, these representatives may comment on the discussions and business of the Association, but shall not be permitted to vote, either, on any matters pertaining to the business of the Association or to the election of members of the Executive Committee.
- 5.3 Membership of the Association shall also be open to any body corporate or unincorporated association which is interested in furthering the Association's work and has paid any annual subscription as may be laid down from time to time by the Executive committee (any such body being called, in this constitution, a "member organisation").
- 5.4 Every individual member aged over 18 years and every organisation which is a member shall have one vote on any question to be decided at a general meeting of the Association.
- 5.5 Each member organisation shall appoint an individual to represent it and to vote on its behalf at meetings of the Association; and may appoint an alternate to replace its appointed representative at any meeting of the Association if the appointed representative is unable to attend.
- 5.6 Each member organisation shall notify the name of the representative appointed by it, and of any alternate, to the secretary. If the representative or alternate resigns from or otherwise leaves the member organisation, he or she shall forthwith cease to be the representative of the member organisation.
- 5.7 The Executive Committee may by a majority vote and for good reason terminate the membership of any individual or member organisation: provided that the individual concerned or the appointed representative of the member organisation concerned (as the case may be) shall have the right to be heard by the Executive Committee, accompanied by a friend, before the final decision is made.

- 5.8 The Association shall ensure that with regard to all its services, activities and facilities there shall be no discrimination against any person on the basis of gender, gender reassignment, marital status, sexual orientation, age, disability, unemployment, financial status, ethnicity, colour, creed, maternity status or political belief or any other inappropriate reason.

All the Association's services shall be wherever practical available to all of its members, but services, activities and facilities shall not be available to anyone who acts in ways that are discriminatory as described above or otherwise abusive whilst they are on the Association's premises or taking part in the Association's activities.

6. Honorary Officers

At the Annual General Meeting of the Association the members shall elect from amongst themselves a Chairperson, a Secretary, a Group Co-ordinator, Deputy Group Co-ordinator and a Treasurer, who shall hold office on the executive committee from the conclusion of that meeting.

7. The Executive Committee

- 7.1 The Executive Committee shall consist of not less than 4 members and not more than 7 except as in 7.7 below. The Executive Committee being:
- 7.1.1 The honorary officers specified in the preceding clause; and
 - 7.1.2 not more than three members elected at the annual general meeting who shall hold office from the conclusion of that meeting;
- 7.2 The Executive Committee may, in addition, appoint not more than 2 co-opted members, but no-one may be appointed as a co-opted member if, as a result, more than one third of the members of the Executive Committee would be co-opted members. Each appointment of a co-opted member shall be made at an ordinary meeting of the Executive Committee called under clause 10 (1) and shall take effect from the end of that meeting unless the appointment is to fill a place which has not then been vacated in which case the appointment shall run from the date when the post becomes vacant.
- 7.3 Half of the members of the Executive Committee shall retire from office at the end of the second year's annual general meeting after the date on which they came into office but they may be re-elected or re-appointed.
- 7.4 The proceedings of the Executive Committee shall not be invalidated by any vacancy among their number or by any failure to appoint or any defect in the appointment or qualification of a member.
- 7.5 Nobody shall be appointed as a member of the Executive Committee who is aged under 18 or who would, if appointed, be disqualified under the provisions of the following clause.
- 7.6 No person shall be entitled to act as a member of the Executive Committee whether on a first or on any subsequent entry into office until after signing in the minute book of the Executive Committee a declaration of acceptance and of willingness to act in the best interests of the Association, and in support of its objectives.

- 7.7 The Executive Committee may at their option specify a handover period of not more than 3 months if the committee changes substantially. During this period the size limit of 7 may temporarily be exceeded.

8. Termination of Membership of the Executive Committee

- 8.1 A member of the Executive Committee shall cease to hold office if:
- 8.1.1 he or she ceases to be a member of the Association or is the representative of an organisation which ceases to be a member; or if
 - 8.1.2 he or she is absent without the permission of the Executive Committee from all their meetings held within a period of six months and the Executive Committee resolve that his or her office be vacated; or if
 - 8.1.3 he or she notifies the Executive Committee of a wish to resign
 - 8.1.4 he or she ceases to be a member of the association deemed to be in good standing
 - 8.1.5 the executive committee resolve for good reason that they shall be dismissed from the committee, provided that before any such decision is taken, such member shall be afforded the opportunity & shall have the right to be heard on the matter at a meeting of the Executive committee and they shall have the right to be accompanied by a friend provided that such friend may not speak on their behalf without the consent of the Executive Committee.
- 8.2 At least three members of the Executive Committee shall remain in office when the notice of resignation takes effect.

9. Executive Committee Members must not be personally interested

The income and property of the Association shall be applied solely towards the promotion of the associations Objectives and no part shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to members of the Association, and no member of the Executive Committee shall be appointed to any office in the Association paid by salary or fees or receive any remuneration or other benefit in money or money's worth from the Association: provided that nothing in this document shall prevent any payment in good faith by the Association:

- 9.1 of the usual professional charges for business done by any member of the Executive Committee acting outside his or her role as a member of the Executive Committee (or by a partner of his or hers) and who is a solicitor or accountant or other person engaged in a profession or in the provision of goods and services, when instructed by the Association to act in a professional capacity on its behalf: provided that at no time shall a majority of the members of the Executive Committee benefit under this provision and that a member of the Executive Committee shall withdraw from any meeting at which his or her appointment or remuneration (or that of his or her partner) is under discussion;
- 9.2 of reasonable and proper remuneration for any services rendered to the Association by any member, officer or servant of the Association who is not a member of the Executive Committee;

- 9.3 of interest on money lent by any member of the Association or member of the Executive Committee at a reasonable and proper rate per annum not exceeding 2 per cent more than the published base lending rate of a clearing bank to be selected by the members of the Executive Committee;
- 9.4 of reasonable and proper rent for premises demised or let by any member of the Association or a member of the Executive Committee;
- 9.5 of any payment made in relation to section 4.10 of this document;
- 9.6 to any member of the Executive Committee of reasonable and properly incurred out-of-pocket expenses.

10. Meetings and Proceedings of the Executive Committee

- 10.1 The Executive Committee shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the chairperson or by any two members of the Executive Committee upon not less than 4 days' notice being given to other members of the Executive Committee of the matters to be discussed but if the matters include an appointment of a co-opted member not less than 14 days' notice must be given. The Association's business year will run to the calendar year, January to December.
- 10.2 The chairperson elected at the AGM shall act as chairperson at meetings of the Executive Committee. If the chairperson is absent from any meeting, the members of the Executive Committee present shall choose one of their number to be chairperson of the meeting before any other business is transacted.
- 10.3 There shall be a quorum when at least one half of the number of members of the Executive Committee for the time being or 3 members of the Executive Committee, whichever is greater, are present at a meeting of which formal notice has been given.
- 10.4 Every matter shall be determined by a majority of votes of the members of the Executive Committee present and voting on the question, but in the case of equality of votes the chairperson of the meeting shall have a second or casting vote.
- 10.5 The secretary of the Executive Committee shall keep minutes, in books (electronic or written) kept for the purpose, of the proceedings at meetings of the Executive Committee and any sub-committee. Such minutes shall be available for inspection by any member or member organisation upon written request.
- 10.6 The Executive Committee may from time to time make and alter rules for the conduct of their business, the summoning and conduct of their meetings and the custody of documents. No rule shall be made which is inconsistent with this constitution.
- 10.7 The Executive Committee may appoint one or more sub-committees consisting of one or more members of the Executive Committee plus up to four co-opted members in good standing from the general membership for the purpose of making any inquiry or supervising or performing any function or duty which, in the opinion of the Executive Committee, would be more conveniently undertaken or carried out by a sub-committee: provided that all acts and proceedings of any subcommittee shall be fully and promptly reported to the Executive Committee.

11. Receipts and Expenditure

- 11.1 The funds of the Association, including all donations, contributions and bequests, shall be paid into an account operated by the Executive Committee in the name of the Association at such bank as the Executive Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Executive Committee.
- 11.2 The funds belonging to the Association shall be applied only in furthering the Objectives of the association.

12. Accounts

The Executive Committee shall comply with their obligations to manage the Association in a trustworthy manner with regard to:

- 12.1 The keeping of accounting records for the Association;
- 12.2 The preparation of a simple and current accounts statement at each ordinary meeting of the executive committee
- 12.3 The preparation of annual statements of account for the Association; and
- 12.4 The auditing or independent examination of the statements of account of the Association.

13. Annual General Meeting

- 13.1 The Executive Committee shall arrange an annual general meeting to take place within the first six months of each financial year (which is the calendar year) or as soon as practicable thereafter.
- 13.2 Every annual general meeting shall be called by the Executive Committee and the secretary shall give at least 21 days' notice of the annual general meeting to all members of the Association.
- 13.3 Before any other business is transacted at the first annual general meeting, the persons present shall appoint a chairperson of the meeting from the existing temporary committee. The appointed current chairperson of the executive committee will be the chairperson of subsequent annual general meetings. But should it be the case that he or she is not present before any other business is transacted, the persons present shall appoint a chairperson for that meeting.
- 13.4 The Executive Committee shall present to each annual general meeting the report and accounts of the Association for the preceding year.
- 13.5 Members of the Executive Committee will normally serve for two years, before seeking re-election.
- 13.6 Nominations for election to the Executive Committee must be made by members of the Association in writing and must be in the hands of the secretary of the Executive Committee at least 14 days before the annual general meeting. Should nominations exceed vacancies, election shall be by secret ballot of the members present at the annual general meeting.

14. Special General Meetings

The Executive Committee may call a special general meeting of the Association at any time. If at least six members of the Association or half of the Executive Committee members request such a meeting, in writing, stating the business to be considered, the secretary shall call a meeting. At least 21 day's notice must be given. The notice must state the business to be discussed.

15. Procedure at General Meetings

- 15.1 The secretary or other person specially appointed by the Executive Committee shall keep a full record of proceedings at every general meeting of the Association.
- 15.2 There shall be a quorum when at least one tenth of the number of members of the Association for the time being or four members of the Association, whichever is greater, are present at any general meeting.
- 15.3 General meetings shall be open to all members of the Association in good standing as defined in the Members' Handbook.

16. Notices

Any notice required to be served on any member of the Association shall either be in writing or in an electronic form agreed by the Executive Committee as suitable for the purpose and shall be served by the secretary or the Executive Committee on any member, either personally or by sending it through the post in a prepaid letter addressed to such member at his or her last known address in the United Kingdom. If sent electronically it shall be sent to the most recent address provided by the member for this purpose. Any notice so sent shall be deemed to have been received within 4 days of posting or transmission.

17. Alterations to the Constitution

The Constitution may only be altered by a resolution passed by not less than two thirds of the members present and voting at a general meeting. The notice of the general meeting must include notice of the resolution, setting out the terms of the alteration proposed.

18. Indemnity

The members of the Executive Committee shall be entitled to an indemnity out of the assets of the Association against all losses and liabilities properly incurred by them (incurred in good faith) in the management of the affairs of the Association so long as all losses and liabilities properly incurred can be met from the Association's funds.

19. Dissolution


If a majority of the Executive Committee decides it is necessary or advisable to dissolve the Association, it shall call a meeting of all members in good standing of the Association of which not less than 21 days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds majority of those present and voting the Executive Committee shall have power to realise any assets on behalf of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having similar objectives to the Association as the members of the Association may determine, or failing that, shall be applied for some other charitable purpose.

20. Arrangements until first Annual General Meeting

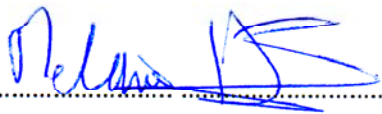
Until the first annual general meeting takes place this constitution shall take effect as if references in it to the Executive Committee were references to the persons whose signatures appear at the bottom of this document.

21. Adoption of Constitution

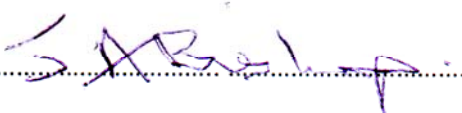
This constitution was adopted on the date mentioned above at a general meeting by the persons whose signatures appear at the bottom of this document.

Signed 

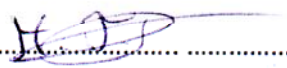
CHAIR PERSON



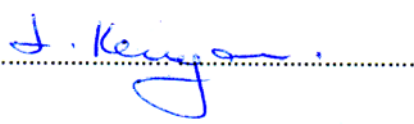
SECRETARY



GROUP CO-ORDINATOR



DEPUTY GROUP CO-ORDINATOR



TREASURER