

THE ASSOCIATION OF LIPREADING TO ADULTS

CONSTITUTION

(As amended on 18th May 2002 with immediate effect)

1. Name

The Association shall be known as the Association of Teachers of Lipreading to Adults. ('the Association')

2. Objects

The object of the Association is the relief of persons who are hard of hearing or deafened and in particular to advance and promote lipreading teaching to such persons.

3. Powers

In furtherance of the said objects but not otherwise the Association shall have the following powers:-

- (1) Subject to such consents as may be required by law, to raise funds by way of subscriptions, gifts, grants, loans, Fundraising activities or otherwise howsoever provided that the Association shall not undertake permanent trading activities.
- (2) To apply the funds of the Association to further the objects of the Association and for no other purpose provided that nothing herein contained shall prevent the payment of reasonable out-of-pocket expenses or the payment to any person or persons not being a member of the Committee of reasonable and proper remuneration.
- (3) To invest the monies of the association in or upon such investments, securities or property as the Committee in its absolute discretion thinks fit in the name of the Association or of nominees approved by the Committee so that the Committee shall have the same powers of investing and transposing investments as if they were beneficially entitles to such monies.
- (4) To establish and operate current and deposit accounts in the name of the Association with any bank or building society in the united Kingdom provided that cheques drawn on such accounts shall not be signed by fewer than two members of the Committee.
- (5) To purchase, take on lease or in exchange, hire or otherwise acquire any property and any rights or privileges necessary for the promotion of the objects of the Association and to construct, maintain and alter any buildings or erections necessary or desirable for the said objects
- (6) Subject to such consents as may be require by law, to sell, let, mortgage, dispose of or turn to account all or any of the property of assets of the Association.
- (7) To employ and pay any person or persons not being a member of the Committee to supervise, organise, and carry out the work of the Association.
- (8) To undertake, execute, manage or assist any charitable trusts which may lawfully be undertaken, executed, managed or assisted by the Association.
- (9) To do all such other lawful things as may be necessary to further the objects of the Association.

4. Membership

- (1) Full Membership of the Association shall be open to those who have obtained a lipreading qualification approved by the Committee ('an Approved Qualification')
- (2) Student Membership of the Association shall be open to those who have been accepted for a course of training for an Approved Qualification.
- (3) Retired membership of the Association shall be open to those who have been Full Members but who regardless of age are no longer actively teaching.
- (4) Honorary Life Membership of the Association shall be open to those who have given outstanding service to the Association.
- (5) Affiliated Membership shall be open at the discretion of the Committee to other professional bodies working in allied fields.
- (6) Only Full and Honorary Members shall be eligible to vote or to hold office.
- (7) All membership (except Honorary Life Membership) shall be subject to payment of an annual sum to the Association in an amount determined by the Committee from time to time for each category of membership ('the annual subscription') and membership shall lapse if the Annual subscription is not paid within a period laid down by the Committee.
- (8) The committee may terminate any membership for good and sufficient reason provided that the member concerned shall have an opportunity of being heard by the Committee before a decision is made in accordance with the Standing Orders of the Association.

5. Committee

- (1) The Association shall be managed by a Committee of up to 10 members, which shall be elected prior to the Annual General Meeting by a Postal Ballot.
- (2) All candidates for election to the Committee must be members of the Association eligible under Clause 4 (6) above.
- (3) Nomination forms for candidates for election to the committee will be sent to every member not less than 98 days before the Annual General Meeting.
- (4) All candidates for election as Committee Members must be proposed and seconded by voting members for the Association in writing received by the Secretary not less than 77 days before the Annual General Meeting.
- (5) A full list of candidates for election to the Committee will be sent to every voting member not less than 56 days before the Annual General Meeting.
- (6) All Postal Ballot forms must be returned to the Secretary not less than 35 days before the Annual General Meeting.
- (7) All candidates for election as Committee Members must disclose to the Committee such information and in such a manner as the Committee require as stated in the Standing Orders.

- (8) The Committee shall hold office until the conclusion of the Annual General Meeting of the Association next after their election unless previously removed by a resolution at a General Meeting of the Association.
- (9) The Committee shall be entitled to delegate the day to day affairs of the Association to one or more of the Committee Member, provided that all decisions taken under delegated powers shall be reported back to the Committee as soon as possible.
- (10) The Committee may co-opt three other Full of Honorary Life Members of the Association to be members of the Committee.
- (11) Co-opted Members shall hold office until the conclusion of the next Annual General Meeting of the Association after their co-option unless previously removed by resolution at a General Meeting of the Association.

6 Officers.

- (1) Prior to the Annual General Meeting of the Association there shall be elected the following Officers
 - (a) a Chairperson
 - (b) a Vice Chairperson
 - (c) a Treasurer
 - (d) a Secretary
 - (e) a maximum of 6 committee members as may be necessary for the day to day running of the Association
- (2) Officers shall hold office until the conclusion of the Annual General Meeting of the Association next after their election unless previously removed by resolution at a General Meeting of the Association.
- (3) No Chairman, Secretary or Treasurer shall hold office for more than three years consecutively in a five year period.

7 Meetings.

- (1) The Association shall hold an Annual General Meeting during May or within fifteen months of the previous Annual General Meeting at a time and place to be determined by the Committee.
- (2) Notice of the Annual General Meeting shall be given by posting to every member of the Association at the address held in the Association's records not less than 28 days before the date of the said meeting.
- (3) The Association may hold such other General Meetings as the Committee may propose, and notice of the meeting shall be given by posting to every member of the Association at the address held in the Association's record not less than 14 days before the date of the meeting.

- (4) A General Meeting shall be called by the Secretary at the written request of not less than one-third of the voting members of the Association.
- (5) Committee meetings shall be held at the discretion of the Committee not less than three times in a year.

8 Voting

- (1) The Quorum at any General Meeting of the association shall be thirty voting members of the Association or 10% of the voting membership whichever is the less.
- (2) The Quorum at any meeting of the Committee shall be four voting members of the Committee or one third of the voting members of the Committee whichever is the greater, of which one shall be the Chairperson, Vice Chairperson or the Secretary.
- (3) Save as otherwise provided in this Constitution, resolutions or elections at any meeting of the Association or of the Committee shall be decided by a simple majority of those voting.
- (4) In the event of an equality votes the vote of the Chairperson of the meeting shall be decisive.
- (5) The Chairperson's decision as to the result of any vote shall be final and binding on all members.
- (6) .The Committee shall have the power to call a referendum as laid out in the Standing Orders.

9 Standing Orders

- (1) The Committee may at any time and from time to time, make, vary or revoke the Standing Orders of the Association ('the Standing Orders')
- (2) Any of the Standing orders which are not consistent with the provisions of this Constitution shall be null and void but the validity of the other Standing Orders shall not thereby be affected.
- (3) An up to date copy of the Standing Orders shall be available for inspection at the Annual General Meeting of the Association.

10 President, Vice President and Patrons

- (1) Any persons proposed by the Committee may be elected as President of the Association at the Annual General Meeting of the Association at the Annual General Meeting of the Association for a term not exceeding three years unless re-elected.
- (2) The Committee may appoint any person or persons to serve as Vice President of the Association for a period not exceeding three years unless re-appointed.
- (3) The Committee may appoint any person or persons to serve as Patrons of the Association for a period not exceeding three years unless re-appointed.

11 Regional Groups and Branches.

- (1) The Committee may approve the establishment of regional groups or branches of the Association subject to the Standing Orders.
- (2) All members of regional groups and branches must be members of the Association as eligible under Clause 4 (7)
- (3) All regional groups and branches should be managed as laid out in the Standing Orders.

12 Amendments to the Constitution

- (1) Subjects to the provision of this Clause, amendments to this Constitution may be made with the approval of not less than two thirds of those voting at a General Meeting of the Association or by Postal Ballot.
- (2) Proposals for such an amendment must be signed by not less than five voting members of the Association and received by the Secretary duly signed not less than 42 days before the General Meeting at which the amendment is voted upon.
- (3) Notice of such proposal must be given by posting to every member of the Association at the address held in the Association's records not less than 28 days before the General Meeting at which the amendment is voted upon.
- (4) No amendment shall be made to Clause 2 or Clause 13 or to this Clause without the prior Approval of the Charity Commission in writing and no amendment shall be made which would cause the Association to cease to be a charity in law.

13 Winding up.

- (1) The Association shall be dissolved and wound up if a resolution of winding up is approved by not less than three quarters of those voting at a General Meeting of the Association.
- (2) In the event of winding up, all funds of the Association shall be used in payment of any outstanding debts and the balance shall be transferred to such other charitable organisation or Organisation with aims similar to those of the Association as may be approved by a simple majority of those voting at the General Meeting.