

CONSTITUTION

Action for Health, Education and Development (AHEAD)

This constitution was adopted on the 24th day of November 2005 at an extraordinary Meeting convened at 53 Chester Road, London E17 7HP.

1. NAME

The name of the charity shall be Action for Health, Education and Development abbreviated as AHEAD, and also herein after referred to as the Charity.

2. ADMINISTRATION

Subject to the matters set out below, AHEAD and its property shall be administered and managed in accordance with this constitution by the members of the Management committee, constituted by clause 6 of this constitution.

3. AIMS AND OBJECTIVES

To promote the preservation and safeguarding of mental health of AHEAD people in particular but not exclusively by the provision of advice, information and assistance with regard to health matters (with particular attention to mental health), a counselling and support service, and language (including the provision of medical interpretation and translation).

4. POWERS

In furtherance of the aims and objectives, the Management Committee may exercise the following powers:

- 4.1 power to raise funds and to invite and receive contributions, provided that in raising funds the Management Committee shall not undertake any substantial permanent trading activities and shall conform to any relevant requirements of the law;
- 4.2 power to buy, take on lease or in exchange, any property necessary for the achievement of the aims and objectives and to maintain and equip it for use;
- 4.3 power to sell, lease, or dispose of, all or any part of the property of the Charity;
- 4.4 power to borrow money and charge all or any part of the property of the Charity with repayment of the money so borrowed;

- 4.5 power to employ and dismiss staff
- 4.6 power to co-operate with other charities, voluntary bodies and statutory authorities operating in furtherance of the aims and objectives or similar charitable purposes and to exchange information and advice with them;
- 4.7 power to support services users, having their best interest at heart, by acting on their behalf as and when necessary
- 4.8 power to raise people's health awareness by providing appropriate health promotion with the aim of early detection and prevention of factors that may cause health problems among AHEAD's;
- 4.9 power to appoint and constitute advisory committees such as the Management Committee may think fit;
- 4.10 Power to do all such other lawful things as is necessary for the achievement of the aims and objectives.

5. MEMBERSHIP

5.1 Membership of the Charity shall be open to;

- individuals over the age of 18 who apply for membership subject to being committed to be bound by any laws of the charity
- any corporate body, or unincorporated association interested in furthering the Charity's aims
And objectives and has paid any annual subscription (any such body being called in this constitution a "member organisation").

5.2 The Management Committee may unanimously and for good reason terminate the membership of any individual, provided that the individual concerned has had a fair chance of being heard in person by the Management Committee before a final decision is made.

6 OFFICERS OF THE ASSOCIATION.

6.1 Management Committee

6.1.1 The Management Committee shall consist of:

(a) Five nominated members appointed as follows:

- I. Chairman: Elfneh Udessa Bariso
- II. Secretary: Mekonnen Gutta
- III. Treasurer: Gosaye Fida
- IV. Member: Coral Jepson
- V. Member: Lamesign Basazine

(b) The Management Committee Membership shall not fall short of 3 and not exceed 7 members.

6.1.2 The Management committee may appoint up to 2 co-opted members. Co-opting members to the Management Committee shall take place at a special meeting attended by at least two-third of the elected Management Committee Members.

6.1.3 There shall be an election to a new Management Committee at least a month prior to the completion of the term in office of the outgoing Management Committee, the month being a period for a smooth transition.

6.1.4 No person shall be entitled to act as a member of the Management Committee, whether on a first or on any subsequent entry into office, until after signing in the minute book of the Management Committee a declaration of acceptance and of willingness to act in the trusts of the Charity.

6.1.5 The Management Committee shall be accountable to the AGM of the Association.

7 DETERMINATION OF MEMBERSHIP OF THE MANAGEMENT COMMITTEE

A member of the Management Committee shall cease to hold office if he or she

- (a) is disqualified from acting as a member of the Management Committee by virtue of section 45 of the Charities Act 1992 (or any statutory re-enactment or modification of that provision);
- (b) becomes incapable, by reason of mental disorder, illness or injury, of managing and administering his or her own affairs;

- (c) is absent without the permission of the Management Committee from all their meetings held within a period of six months and the Management Committee resolve that his or her office be vacated; or
- (d) Notifies to the Management Committee a wish to resign (but only if at least three members of the Management committee will remain in office when the notice of resignation is to take effect).

8 MANAGEMENT COMMITTEE MEMBERS NOT TO BE PERSONALLY INTERESTED.

No member of the Management Committee shall acquire any interest in property belonging to the charity (otherwise than as a trustee for the Charity) or receive remuneration or be interested (otherwise than as a member of the Management Committee) in any contract entered into by the management Committee.

9 MEETINGS AND PROCEEDINGS OF THE MANAGEMENT COMMITTEE

- 9.1 The Management Committee shall hold at least two ordinary meetings each year. A special meeting may be called at any time by the chairman or by any two members of the Management Committee upon not less than 4 days' notice being given to the other members of the Management Committee of the matters to be discussed, but if the matters include an appointment of a co-opted member, then no less than 21 days' notice must be given
- 9.2 The chairman shall act as chairman at meetings of the Management Committee. If the chairman is absent from any meeting, the members of the Management Committee shall choose one of their number to be chairman of the meeting before any other business is transacted.
- 9.3 There shall be a quorum when at least two-third of the number of members of the Management committee for the time being, or three members of the Management Committee, whichever is greater, are present at the meeting.
- 9.4 Every matter shall be determined by a majority of votes of the members of the Management Committee present. In the case of equality of votes, the chairman of the meeting shall have a second or casting vote.
- 9.5 The Management Committee shall keep minutes, in books kept for the purpose, of the proceedings at the meetings of the Management Committee and any sub-committee.
- 9.6 The Management 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 may be made which is inconsistent with this constitution.

9.7 The Management committee may appoint one or more sub-committee consisting of three or more members of the Management Committee for the purpose of making any inquiry or supervising or performing any function or duty which in the opinion of the Management Committee would be more conveniently undertaken or carried out by a sub-committee; provided that all the acts and proceedings of any such sub-committees shall be fully and promptly reported to the Management Committee.

10 RECEIPTS AND EXPENDITURE

10.1 The funds of the charity, including all donation contributions and bequest, shall be paid into an account operated by the Management Committee in the name of the Charity at such bank, as the Management Committee shall from time to time decide. All cheques drawn on the account must be signed by at least two members of the Management Committee.

10.2 The funds belonging to the Charity shall be applied only in furthering the aims and objectives.

11 PROPERTY

11.1 Subject to the provisions of sub-clause 10.2, the Management Committee shall cause the title to:

- (a) all land held by or in trust for the charity which is not vested in the Official Custodian for charities; and
- (b) All investments held by or on behalf of the Charity;

To be vested either in a corporation entitled to act as custodian by them as holding trustees. Holding trustees may be removed by the Management Committee at their pleasure and shall act in accordance with the lawful directions of the Management Committee. Provided they act only in accordance with the lawful directions of the Management committee, the holding trustees shall not be liable for the acts and defaults of its members.

11.2 If a corporation entitled to act as a custodian trustee has not been appointed to hold the property of the Charity, the Management Committee may permit any investments held by or in trust for the charity to be held in the name of a clearing bank, trust corporation or any stockbroking company which is a member of the International Stock Exchange (or any subsidiary of any such stockbroking company). As nominee for the Management Committee, and may pay such a nominee reasonable and proper remuneration for acting as such.

12 ACCOUNTS

The Management Committee shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that act) with regard to;

- (1) The keeping of accounting records for the charity;
- (2) the preparation of annual statement of account for Charity
- (3) the auditing or independent examination of the statements of account of the Charity; and
- (4) The transmission of the statements of account of the Charity to the Commissioners.

13 ANNUAL REPORT

The Management Committee shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that act) with regard to the preparation of an annual report and its transmission to the commissioners.

14 ANNUAL RETURN

The Management committee shall comply with their obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act). With regard to the preparation of an annual return and its transmission to the Commissioners.

15 ANNUAL GENERAL MEETING

15.1 There shall be an annual general meeting of the Charity which shall be held in the month of January in each year or as soon as practicable thereafter.

15.2 Every annual general meeting shall be called by the Management Committee. The secretary shall give at least 21 days' notice of the annual general meeting to all the members of the Charity. All the members of the Charity shall be entitled to attend and vote at the meeting.

15.3 The chairperson of the Management Committee shall preside as chairperson at every general meeting. If there is no such chairperson, or if at any meeting he or she shall not be present, or shall be unwilling to preside, the secretary shall chair

the meeting. In the absence of the secretary or if he or she shall not be willing to preside, before any other business is transacted, the members shall appoint the chairman of the meeting among members of the Association who shall be present.

15.4 The Management Committee shall present to each annual general meeting the report and accounts of the charity for the preceding year.

15.5 Nominations and election of officers shall be made by trustees of the charity.

16 SPECIAL GENERAL MEETINGS

The Management Committee may call a special general meeting of the charity at any time. If at least 20% or 10 members, whichever is the greater number, request such a meeting in writing, stating the business to be considered, the secretary shall call such a meeting. At least 21 days' notice must be given. The notice must state the business to be discussed.

17 PROCEDURE AT GENERAL MEETINGS

17.1 The secretary or other person specially appointed by the Management Committee shall keep a full record of proceedings at every general meeting of the charity.

17.2 There shall be a quorum when at least fifty per-cent of the number of members of the charity are present at any general meeting.

18 NOTICES

Any notice required to be served on any member of the Charity shall be in writing and shall be served by the secretary of the management committee either personally or by sending it through the post in a pre-paid letter addressed to such member at his or her last known address in the United Kingdom, and any letter so sent shall be deemed to have been received within 10 days of posting.

19 ALTERATIONS TO THE CONSTITUTION

The Charity's Constitution may be amended or altered by a resolution passed by at least a two-third majority.

20 DISSOLUTION

If the Management Committee decides that it is necessary or advisable to dissolve the charity, it shall call a meeting of all members of the charity, 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 Management Committee shall have power to realise any assets held by or on behalf of the charity.

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 aims and objectives similar to the aims and objectives of the charity as the members of the charity may determine, or failing that shall be applied for some other charitable purpose. A copy of the statement of accounts, or account and statement, for the final accounting period of the charity must be sent to the Commissioners.