



# Merton Centre for Independent Living



**our agreement  
and rules**



## our name

1. We are called **Merton Centre for Independent Living**. We are a charity.



## hard words

2. Hard words are in **green**. There is a word list at the back of this document that explains what they mean.



## paying money we owe

3. If the charity closes it might have **debts** or other money to pay. The **members** do not have to pay the debts or money. The most they would ever have to pay is £1.



## the main job of the charity

4. The job of Merton Centre for Independent Living is to help Disabled people in Merton live full lives as equal citizens. It does this by giving support and services to Disabled people in Merton.

# what the charity can do



5. Merton Centre for Independent Living is a charity. This means there are rules about how it makes money and how it spends money.

Merton Centre for Independent Living is allowed to do anything that helps with its job. This means it can



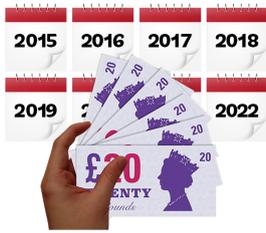
- raise money
- buy or hire equipment or property
- sell or rent out equipment or property



- borrow money or have a **mortgage** on a building
- work with other organisations and share information with them



- start up any new **trusts** or organisations that help with its job
- join up with another charity



- keep some money to pay for things in the future
- employ staff including a **Chief Executive**
- **invest** its money to make it grow or take someone on to invest the charity's money
- buy **insurance** for the **trustees**. They will not have to pay money if something goes wrong
- use the charity's money to pay the costs of getting set up

Merton Centre for Independent Living has to stick to the laws when it does any of these things.

# people at the charity

## trustees



People who are on the board of the charity. They decide how the charity is run and check the charity is doing its job.

Sometimes they are called directors.

## full members



Deaf or Disabled people who have said they want to be part of the charity. They can vote in meetings.

They might be people who get help from the charity.

## supporter members



People who are not Disabled who support the charity.

They cannot vote in meetings.

They might be people who work with Deaf or Disabled people, or family carers or anyone else.



## spending charity money

6. Money that belongs to Merton Centre for Independent Living can only be used to help it do its job.



Trustees cannot get paid a salary or wages. They can get

- **expenses**
- insurance money if something goes wrong



Members cannot get any money from the charity as a bonus or profit. They can get

- Help or support if they are one of the people that the charity is set up to help
- money as payment if they do work for the charity



There are lots of extra rules about trustees getting money from the charity. These rules are for friends and family of the trustees too.

Trustees cannot usually

- get services from the charity any cheaper than other people
- sell anything to the charity
- work for the charity and get paid
- get any other money from the charity
- get any help from the charity quicker than other people

But there are some situations where they can do these things.

## Trustees can



- get help from the charity if they are one of the people the charity usually helps
- sell a service to the charity at a fair price. The other trustees have to agree that it is okay.
- sell other things to the charity at a fair price. The other trustees have to talk about it and agree that it is okay. The trustee cannot be at meetings where the other trustees are talking or voting about this.
- lend money to the charity and get interest back. It must be a very low interest rate
- rent out a building to the charity and get rent money for it. They cannot be at any meetings where the trustees are talking about the rent or the **tenancy**
- use the charity's money to get insurance in case things go wrong
- get involved with fundraising in the same way as a member of the public





## members of the charity

7. Trustees are members of the charity.

Other people can apply to be members. The trustees will decide if they can be members.



If the trustees say you can't be a member, they have to tell you in writing. They have to write to you in 21 days. If you don't agree with them they have to listen to what you say. They still might not agree with you



A member of the charity can be a supporter or a full member. Only Disabled people can be full members.

- full members can vote in meetings
- supporters can come to meetings but not vote

The trustees will keep a list of all the members.



## different types of members

8. It is up to the trustees to decide what types of members there should be. At the moment full members and supporter members are the only 2 types.

Different types of members will have different rights like voting rights. They will be asked to do different things in the charity.

Trustees cannot change members' rights unless the members agree. Members can change their rights if most of them agree to this at a meeting or in writing.



## **ending a membership**

9. Someone stops being a member if

- they die
- they resign
- they owe the charity money and do not pay it back
- the trustees agree that they should not be a member any more



If the trustees want to stop someone being a member they need to agree it at a meeting. The member can go to the meeting to talk about it.

The trustees have to tell you about the meeting 21 days before the meeting happens.



## general meetings

10. The charity has to hold its first annual general meeting in the first year and a half after it starts up.



After that it has to hold an annual general meeting every year. The charity is not allowed to leave more than 15 months between annual general meetings. If the last meeting happened in April 2017 the next one has to happen by July 2018.

11. The trustees can call a general meeting at any time.



## telling people about meetings in advance

12. The charity needs to let members know about meetings before they happen.

If it is an annual general meeting or a meeting to vote about something they need to let members know 21 days before.

If it is a normal general meeting they need to let members know 14 days before.

Sometimes members can agree to have a meeting at short notice. Most of the members need to agree to this. Most of the members who can vote need to be there.



The notice about the meeting has to go to members and trustees and **auditors**. It has to say

- when and where the meeting will happen
- what the meeting is about

The notice needs to remind members that they can send someone to take their place if they cannot go. This person is called a **proxy**.

13. Sometimes a member might not hear about a meeting and they might miss it. This does not mean that the meeting has to be re-done or that any decisions at the meeting are wrong.



### **enough people at meetings**

14. If there are not enough people at the meeting there cannot be any decisions.



Enough people is either

- 10 full members or people standing in for them
- a tenth of all the members of the charity

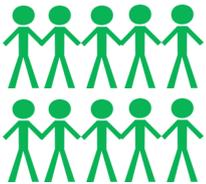
This is also called a **quorum**.

It can include someone who is at the meeting to represent another organisation if the organisation is a member of the charity.

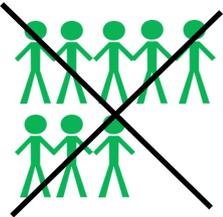
# enough people at a meeting



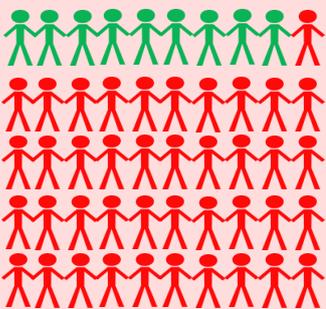
There need to be enough people at a meeting or you cannot make a decision. How many people you need is different for different charities.



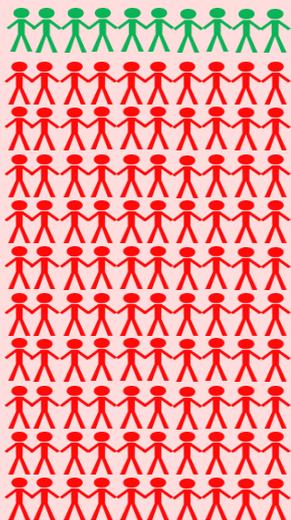
For Merton Centre for Independent Living enough people at the meeting is either 10 people or 1 tenth of all the members.



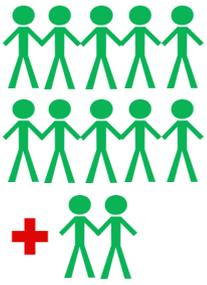
If there are less than 10 people the meeting can never go ahead and have a vote. Sometimes there might need to be more than 10.



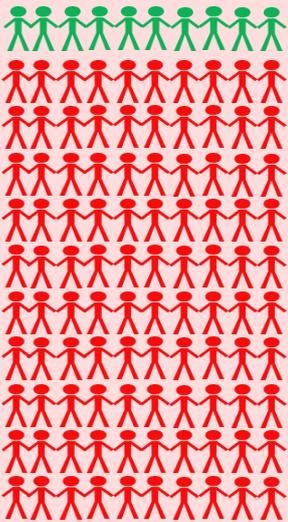
Here there are 50 members. 9 members turned up to the meeting. 41 members did not turn up. The meeting cannot go ahead.



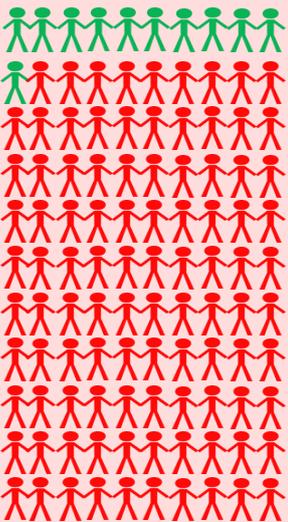
Here there are 100 members. 10 members turned up to the meeting. 90 members did not turn up. The meeting can go ahead.



If there are more than 100 members there will need to be more than 10 members at the meeting.



Here there are 110 members. 10 members turned up to the meeting. 100 members did not turn up. The meeting cannot go ahead.



Here 11 members turned up to the meeting. 99 members did not turn up. 11 is 1 tenth of all the members. The meeting can go ahead.



## putting off a meeting

15. The meeting will be put off if

- not enough people are there in the first half hour
- too many people leave during the meeting



If the meeting gets put off the trustees will say when it will happen instead. They have to let members know 7 days before the new meeting.



If there are not enough people at the new meeting in the first 15 minutes it will happen anyway. The people who are there will be able to vote and make decisions.

## chairing a meeting



16. The chair of trustees will chair general meetings too.

If the chair of trustees has not turned up in the first 15 minutes, a different trustee will chair. The other trustees will decide who.

If there is only 1 trustee at the meeting then they will be the chair.

If there are no trustees at the meeting the full members will choose someone else to chair.



## members stopping a meeting

17. Members at a meeting can vote to stop the meeting and organise a new one.

The person chairing the meeting will decide when and where the new meeting will happen.

When the new meeting happens it cannot be about something new. In other words the date gets changed but not the subject of the meeting.



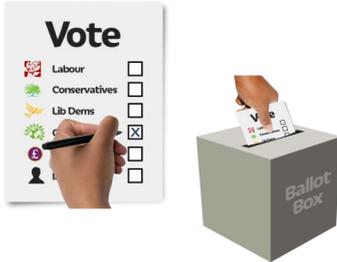
If the members decide to put a meeting off they need to say when the new meeting will happen. They need to let people know 7 days before the new meeting.



## voting at meetings

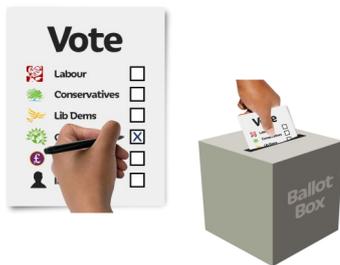
18. There are 2 types of voting at meetings

- **hands up.** You ask people to choose about something and they put their hands up to show their choice
- **poll.** People get a voting card and they fill in their choice on the card



The normal way of voting at general meetings is hands up. But a vote can be a poll if

- the person chairing the meeting wants a poll
- enough members want a poll



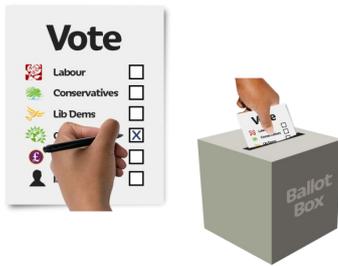
Members can ask for a poll before a hands up vote happens or after. Sometimes people might ask for a poll after a hands up vote if the result is not clear.



The person chairing the meeting says what the result of the vote is. The result of the vote will go in the minutes of the meeting.

If people have asked for a poll they can change their mind. The person chairing the meeting has to agree to cancel the poll.

If people change their mind about having a poll after a hands up vote then the result of the hands up vote is the final result.



The person chairing the meeting is in charge of the poll if it happens. They can ask someone to check that the poll runs properly. They can set a date for saying the result of the poll.

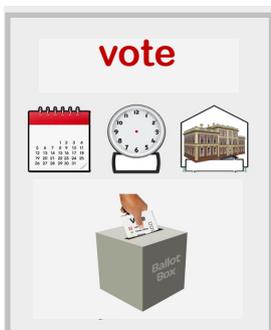
If a poll goes ahead then the result of the poll is the final result.



If members decide on a poll it has to happen in the next 30 days.

A poll happens straight away if

- the vote is about who chairs the meeting
- the chair of the meeting says it should happen straight away



If the poll does not happen straight away the charity has to let people know the time and place 7 days before it happens.

If the poll does not happen straight away the meeting can carry on with other things anyway.

# about voting



## hands up

A good way of voting at meetings. You put your hand up to say what you want. It is not private but it is quick.



## poll

You fill in a form or tick a box to say what you want. This is like in elections. It is private but it is not as quick as hands up.



## in writing

This is for very complicated or big decisions. You need to look at information first and agree to the decision at a meeting.



## by proxy

A proxy is someone who stands in for you if you cannot go to a meeting or vote.

You need to tell the charity about your proxy in writing. You can tell your proxy what to vote for.



## standing in for a member

A person who stands in for a member is sometimes called a **proxy**.



19. If a member wants someone to take their place at a meeting they have to write to the charity about it. They have to give

- the name and address of the member
- the name of the person standing in and what meeting they are going to
- the member's signature

The charity will say what type of notice they need. For example a letter.



The notice can say what the person standing in will vote for. If not the proxy can vote for what they think is right.

If the meeting is put off the proxy can stand in for the member at the new meeting.



Sometimes things change and a member can go to a meeting after all. They can go to the meeting and vote even if they have written to the charity about a proxy.



A member can cancel their proxy by writing to the charity. They have to give the notice to the charity before the meeting.

If a member cannot give notice about a proxy themselves someone else can give notice for them. They need to prove that they are allowed to do things like this for the member.



## deciding about important things

20. Some decisions are very important. These might be things like changing how the charity works. Some decisions are smaller. These might be things like deciding on someone to chair a meeting.



Important decisions about the charity cannot be made by a hands up vote at a meeting. They need to be made in writing.

Each member needs a copy of the decision to make. Then they can agree to it at a meeting.



To make a decision

- all the full members need to have a copy of the decision in writing
- most of the members have to agree to the decision
- a signed copy of the decision has to be on file at head office in 28 days

There can be more than 1 document to look at about the decision.

Organisations who are members of the charity need to get their **representative** to agree to the decision.



## the right to vote

21. Only full members of the charity can vote. These are members who are Disabled people.



22. If people think a member may not have the right to vote they need to say so at the meeting. The chair will decide if the person can vote or not.



23. If an organisation is a member of the charity they can send a representative to meetings to vote.

The organisation needs to let the charity know about their representative in writing.

It is up to the member organisation to make sure they choose their representative properly.



## trustees

24. All trustees must be 16 or older.

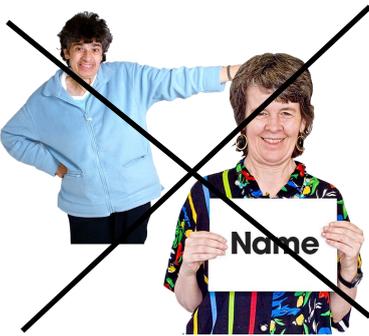
3 quarters of all the trustees must be Disabled.



All the trustees have to be able to do their job and stick to the laws about charities.

25. There have to be at least 3 trustees. There cannot be more than 12 trustees.

26. The **first directors** is the name for the trustees who are on the first papers about the charity.



27. Trustees cannot get anyone to stand in for them at meetings.

## what trustees do



28. The trustees are in charge of the charity and everything it does. They have to stick to the law in how they manage the charity. They have to follow the charity's agreements and decisions too.

Members might make a written decision that changes how the charity works. This does not mean that anything the trustees did before was wrong.

If there are enough trustees at a trustee meeting they can make any decision they are allowed to.



## **when trustees retire**

29. All the trustees have to retire at the charity's first annual general meeting. New trustees are elected. If not enough new trustees are elected then some old ones can stay on to make sure there are enough.

A third of all the trustees have to retire at every annual general meeting.



30. The trustees who have been there longest are the ones who have to retire. If trustees have been there the same length of time then they can draw lots to see who retires.



## **choosing trustees**

31. The charity can decide to choose anyone to be a trustee if they are happy to do it. The charity can decide what order any new trustees retire. These are not big decisions and they do not need to be in writing for members to decide.

32. Normally only old trustees will be up for election at an annual general meeting.

If a member wants to **nominate** a new trustee they have to write a signed letter to the charity saying

- they want to nominate someone
- who the person is and all the details the charity needs
- that the person is happy to be nominated. They have to sign the letter to show they are happy.

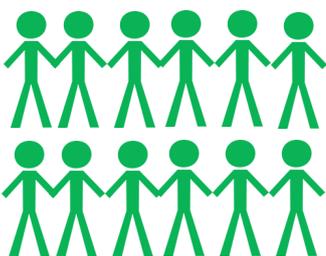


The charity needs to get the letter at least 14 days before the annual general meeting. The letter must not come more than 35 days before the meeting.

33. If a new trustee is up for election the members have to be told about it at least 7 days before the annual general meeting. They must not be told about it more than 28 days before the meeting.



34. Someone can get to be a trustee if the other trustees choose them. This sort of new trustee has to retire at the next annual general meeting.



35. 12 is the most trustees there can be at a time. New trustees can only be elected if there are less than 12 already.



## sacking or removing trustees



36. Someone will stop being a trustee if
- the law says they cannot be a trustee
  - they are not a member of the charity any more
  - they cannot do the job because they are too ill
  - they resign
  - they miss every meeting in 6 months without agreement and the other trustees want them to leave



## paying trustees

37. The trustees do not get paid.

There are a few ways that the trustees are allowed to get money from the charity. These are on page 7.



## trustee meetings

38. The trustees can run their own meetings and business however they like according to the rules.



Any trustee can call a trustee meeting.

The secretary has to call a trustee meeting if one of the trustees asks them to.



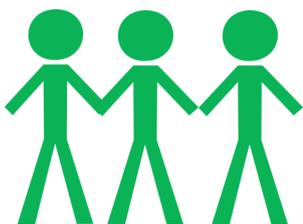
Trustees make decisions at meetings by voting.

If the vote is equal the person chairing the meeting decides.



Trustees can have meetings including people who are not there if they can phone in or video call. The other trustees have to agree to this.

39. If there are not enough people at the meeting there cannot be any decisions.



Enough people is either

- 3 trustees
- a third of all the trustees

This is also called a **quorum**.



If a trustee is not allowed to vote about something then they do not count in the quorum.

40. If there are not enough trustees they can only make decisions about

- getting more trustees
- calling an annual general meeting



41. The trustees will choose a trustee to chair meetings.

The trustees can choose a new chair if

- the person they chose does not want to chair the meeting
- the chair has not turned up in the first 10 minutes

The chair is normally only allowed to do the things that are included in this agreement. Sometimes the other trustees can ask the chair to do other things.



42. Trustees are allowed make big decisions in writing or by email without having a meeting. There can be more than 1 document to look at for the decision.



## subgroups

43. The trustees can ask a subgroup of the Board to do some things for them. If they ask a subgroup to do something they have to write down in the minutes what they asked the subgroup to do.



Subgroups can only do work if the trustees have asked them to. Subgroups can only spend money if the trustees have said it is OK.



The Trustees can end a subgroup.

All subgroups have to write a report about what they do for the trustees.



## other work the trustees do

44. When a trustee is working for Merton Centre for Independent Living they must only think about what is best for the charity.



Sometimes trustees might have other work outside Merton Centre for Independent Living that could change how they work for the charity. For example

- they might be a landlord who is renting a building to the charity
- they might be a trustee of another organisation that wants the same grant money



Sometimes trustees might have relationships with people that could change how they work for the charity. For example their husband or wife might be the landlord.

Trustees have to tell the Board about any work or any relationships they have that could change how they work for the charity.



They cannot go to any meetings about the things that might affect their work for the charity. For example if they are the landlord they cannot go to a meeting about the rent going up. This is because they might want to vote for something that is good for their other work or relationship but not so good for the charity.

This is called a **conflict of interest**.



45. Trustees are normally allowed to have a conflict of interest as long as

- they do not go to meetings about things to do with their other work or relationship
- they do not vote in decisions about things to do with their other work or relationship
- the other trustees decide their conflict of interest is OK



## trustees voting



46. Some trustees are not allowed to vote in some decisions. This could be because

- they have retired
- the law says they cannot vote or cannot be a trustee
- they have a conflict of interest

If a trustee goes to a meeting and votes when they should not, it is OK as long as there were enough other people there.



If the trustees make a decision that is good for another trustee as well as for the charity that is OK if

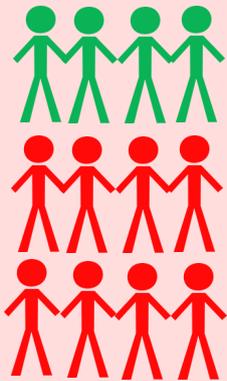


- the trustee has said that the decision will help them
- the trustee does not come to the meeting about it or vote

## enough trustees at a meeting

There need to be enough people at a meeting or you cannot make a decision. They need to be allowed to vote in the meeting too.

For Merton Centre for Independent Living enough trustees at the meeting is either 3 people or 1 third of all the trustees.



If there are **12 trustees**, 4 or more of them need to be at the meeting before they can make a decision.

**but**

Some trustees are not allowed to vote about some things.



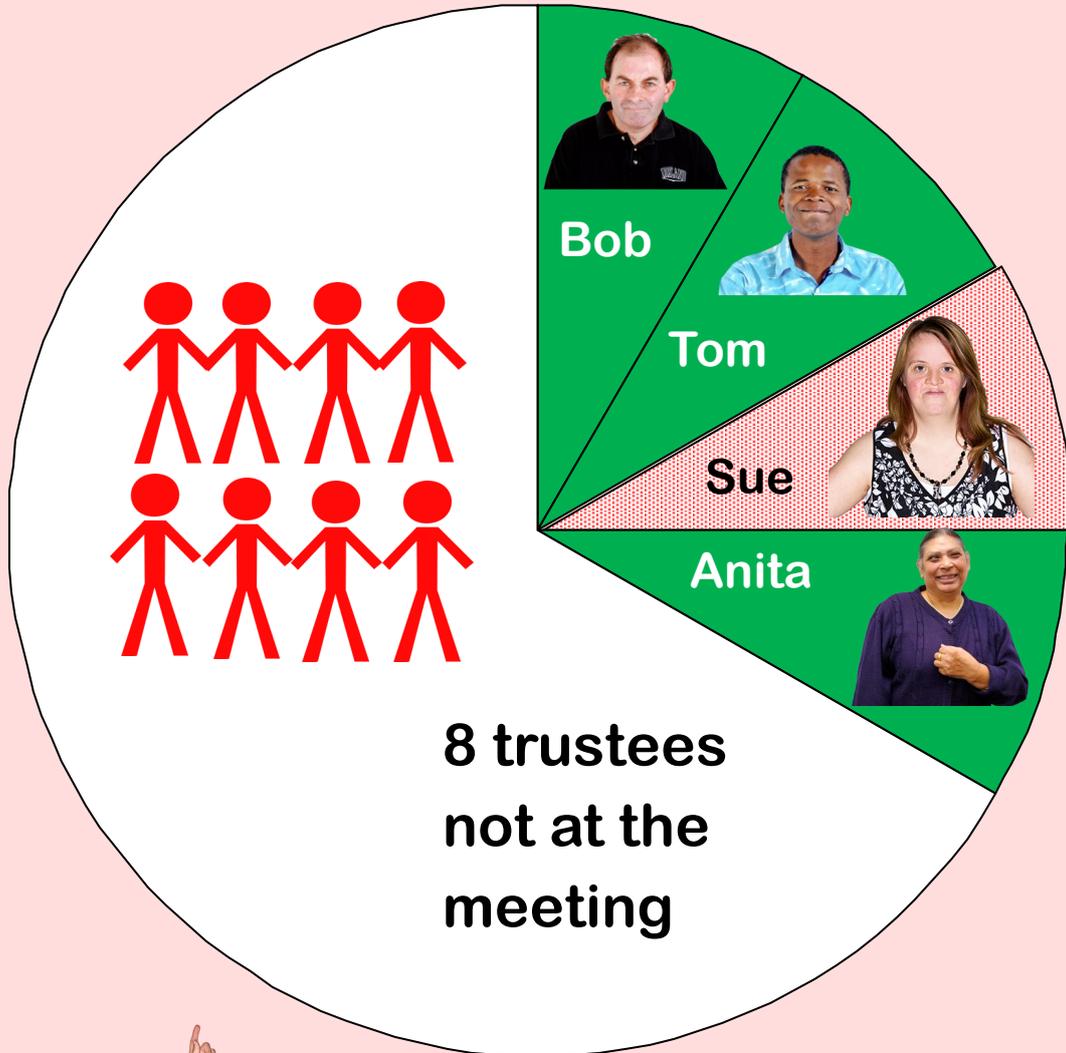
For example



Sue is a trustee of the charity. She is married to Tim who rents out an office to the charity. The trustees are having a meeting about a rent rise. They are deciding about moving to somewhere cheaper.



Sue is not supposed to come to the meeting and vote about moving. But she does. Bob, Tom and Anita are there too.



Sue should not be there so her vote does not count.



This means there were not enough people at the meeting who can vote. The trustees need to have the meeting again and hope more people come.



## paperwork

### seal



47. A seal is a type of stamp that puts the charity's name and other information onto papers. The seal shows that a paper is real and official.



Only the trustees can say when it is OK to use the charity's seal. A paper with the seal on has to be signed by 2 trustees or a trustee and the secretary.

### minutes



48. The trustees have to keep minutes about

- anyone who gets a job as an **officer** at the charity
- anything that happens at general meetings
- anything that happens at trustee meetings or subgroups. This includes names of the trustees who were there and what they decided and why they decided it

### accounts



49. Accounts are all the money that has come into the charity and been spent by the charity.



The law says that the trustees have to put together a report about their accounts every year. The accounts report has to be true and it has to stick to national rules about accounts.

The trustees also have to keep records of their accounts for each year.



## annual report

50. An annual report is a document that says all the things the charity has done during the year. This includes money in and out and what they have done to help people.



The law says that every year the trustees have to send documents to the **Charity Commission**. These are

- accounts
- annual report
- annual return

The annual return is a report that the Charity Commission asks for. It includes information about money.

Name *R. Smith*

Address *224 West St*

*Manchester*

Phone Number

The trustees have to tell the Charity Commission if anything changes at the charity. This might be something like a new trustee or if the main office address changes.



## how the charity communicates

51. The charity can send or get documents and information in any way as long as it sticks to the law. This includes things like letters and email.



Trustees can say what way of sending things works best for them.



52. If the charity needs to tell people about a meeting they have to do it in writing.



53. They can tell people by

- giving them a note in person
- sending a note in the post
- posting it by hand
- sending it by email
- putting a note on the website and sending people the link



The note has to say that a meeting is going to happen and include the date, time and place.

The charity does not have to tell a member about meetings if they

- do not give the charity an address
- give an address that is abroad



54. If a member turns up to a meeting then the charity will believe that they had the note about the meeting and what it is for.



55. Sometimes a member might say they did not have a note about the meeting.



If the charity needs to prove that they sent a note they can use

- an envelope with the right address and postage
- an email sent to the right address

The charity will believe that the member got the note 2 days after it was sent.



## when things go wrong

56. The charity will have insurance for all the trustees in case something goes wrong. This means that the trustees will not have to pay any money to put things right.



This is for trustees who have finished working for the charity too.



## extra rules

57. The trustees are allowed to make extra rules for the charity when they need to.

They can make rules about

- how people get to be members and what their rights are
- how members should behave with each other and with staff and volunteers
- what the building can be used for
- some of the things that happen at general meetings and trustee meetings
- some other things



The charity can change a rule or get rid of it by voting at a general meeting.

The trustees have to tell members about the rules.



All the members have to stick to the rules.  
The rules cannot go against anything in this agreement.



## ending the charity

58. If the charity closes and there is any money left the members can agree to

- give the money to Deaf or Disabled people in Merton
- give the money to other charities that do the same things
- give the money to other charities who promise to use it to help Deaf or Disabled people in Merton.



If the members have not decided what to do with the money the trustees can decide.



Members of the charity will not get any of the leftover money unless they are an organisation that helps Deaf or Disabled people in Merton.

If the members and trustees have not made a decision about what to do with the money, the courts or the Charity Commission will decide.

## **wordlist**

### **auditor**

a person who checks accounts and other records

### **Charity Commission**

a part of the government that makes rules for charities and checks that charities stick to the rules

### **Chief Executive**

the boss of the charity. They are in charge of the staff and projects. Sometimes they are called the Managing Director.

### **conflict of interest**

when a trustee has another job or role that might make them vote for something that is not good for the charity. For example they might be the landlord. This could mean they would be happy if the rent went up because they would get more money.

### **debt**

money that you owe to another person or organisation

### **expenses**

money for things like travel or refreshments while you are working. You can get this money back from the charity.

<b>insurance</b>	a way of making sure you have money if something goes wrong. You pay money to an insurance company a bit at a time. If something goes wrong and you need a lot of money at once the insurance company will pay.
<b>invest</b>	put money in an account or shares. Sometimes you can get more money back.
<b>member</b>	a person who has said they want to join the charity. There are different types of members. A full member is a Deaf or Disabled person. They can vote. A supporter member is someone else like a family carer or a professional. They cannot vote.
<b>mortgage</b>	money you borrow to buy a building. You have to repay the money in regular amounts.
<b>nominate</b>	put someone's name forward for something. For example putting someone up for election.
<b>officer</b>	a person who works for the charity. A paid member of staff.
<b>proxy</b>	a person who can stand in for a member at a meeting or a vote
<b>quorum</b>	enough people at a meeting. If there are not enough people a vote cannot happen.

**representative**

a person who goes to a meeting to talk or vote for a group of other people who only get one vote all together. This might be someone who represents an organisation at a general meeting. They are sometimes called a rep.

**tenancy**

an agreement with a landlord. It includes things like paying rent and looking after a property.

**trust**

an organisation that looks after money. The money has to be used to help people in a way that is agreed.

**trustee**

a member of the board of the charity. They decide how the charity is run and check the charity is doing its job. Sometimes they are called a director.