

## **Constitution of the Association of Talking Friends**

**Charity number 299656**

**April 2022**

**1. Name:** The Association of Talking Friends, known as 'Talking Friends'.

**2. Purpose of the charity:** Talking Friends exists to provide audible versions of various Quaker publications, in particular the weekly journal 'The Friend', to subscribers who have a visual impairment, or who have a temporary or permanent condition which makes reading printed material a significant problem. Necessary equipment can also be provided. We use authorisation from Royal Mail to use the free postage facility for the distribution of approved recorded material to those eligible.

**3. Trustees and Committee members:** Talking Friends shall have no fewer than three Trustees who shall be appointed by Central England Quakers Area Meeting, normally for three years, and may be re-appointed. Trustees must be members of the Religious Society of Friends.

Talking Friends is managed by a committee of Trustees and a maximum of ten volunteer committee members – known collectively as 'Talking Friends Committee', at least one of whom has a visual impairment. Non-trustee committee members are appointed at the AGM to serve for 3 years, and may be re-appointed.

Officers of Talking Friends shall be a Clerk/Convenor and a Treasurer, who are appointed for three years by the committee from amongst themselves at the next meeting following the AGM, and may be re-appointed.

**4. Carrying out the purposes of Talking Friends:** In order to carry out our charitable purposes, the Talking Friends Committee has the power to

- Raise funds, receive grants and donations;
- Apply funds to carry out the work of Talking Friends;
- Cooperate with and support other charities with similar purposes;
- Do anything which is lawful and necessary to achieve our purposes.

**5. Membership:** Talking Friends membership consists of

- All subscribers to the service;
- All trustees and committee members;
- All our volunteer readers;

The full membership list is kept by the Clerk of Talking Friends; the appointed treasurer also keeps and updates the list of subscribers.

**6. Annual General Meeting (AGM):**

The AGM must be held every year, in April or May, with at least 14 days notice given to all members, telling them what is on the agenda.

The AGM may be held in person, or via video-conferencing, or a combination of both.

The AGM will be held as a Quaker Business Meeting. Decisions are reached by the Quaker process of discernment. Minutes are taken and agreed in the meeting, and circulated to all members of Talking Friends. At least five (5) members of the Association must be present, including at least two (2) trustees.

Trustees present the annual report and accounts at the AGM.

**7. Talking Friends committee meetings:** the committee meets every three to four months, and additionally as necessary. Committee meetings are held as Quaker Business Meetings where decisions are made using the Quaker process of discernment. Minutes are taken and agreed in the meetings.

The committee may make reasonable additional rules to help run Talking Friends, as long as these rules do not conflict with this constitution or the law, and these should subsequently be approved at the next AGM.

If committee members have a conflict of interest, they must declare it and leave the meeting while the matter is being discussed or decided.

**8. Money and property:**

- Money raised from subscriptions, grants and donations must only be used for the purposes of Talking Friends.
- The committee must keep accounts.
- Committee members cannot receive any money or property other than necessary equipment from Talking Friends, except to refund reasonable out of pocket expenses.
- Money is held in the Talking Friends bank account; dual authorisation is required for all payments - the Treasurer and one other committee member.

**9. General meetings:** A General meeting may be called by the Trustees, or the Talking Friends committee if it is considered necessary to make changes to the constitution or wind up the Association of Talking Friends or to consult the membership. A General Meeting must also be called if at least five (5) members, including a committee member, request one in writing. Fourteen (14) days' notice shall be given.

- Winding up Talking Friends – any money or property remaining after payment of debts must be given to a charity with similar purposes.
- Changes to the constitution – can be made at the AGMs or General Meetings. No changes can be made that would make Talking Friends no longer a charity.

**Revised constitution agreed at the Association of Talking Friends Annual General Meeting held on zoom on 9<sup>th</sup> April 2022.**