



FRIENDS OF EASTBOURNE HOSPITAL

OBJECTS & RULES

- 1. NAME:** The name of the Association
Friends of Eastbourne Hospital

2. PRELIMINARY

In these rules:-

- (i) The expression “the Friends” means the Association constituted by these Rules:
- (ii) The expression “the Committee” means the Executive Committee of the Friends as hereinafter constituted.
- (iii) The expression “the Secretary” means the Secretary of the Friends.
- (iv) The expression “the Rules” includes any amendment or alteration thereof for the time being in force.

OBJECT AND POWERS

3. OBJECTS

The Objects of the Friends shall be to provide relief and assistance for patients and staff at the Eastbourne Hospitals of the East Sussex Healthcare NHS Trust and the community NHS services provided centrally by other NHS and primary care trusts to the extent that the same was provided formerly by Eastbourne and County Healthcare NHS Trust and the above provisions shall include all successor trusts and organisations.

3A. FURTHERANCE POWERS

For the purpose of carrying out the above Objects but not further or otherwise the Friends shall have the following powers:

- (i) To provide funds for extra services, equipment and amenities for patients and staff and to make donations where the expenditure has been recommended by the relevant NHS Trust and has been approved by the Committee.
- (ii) To act as a channel for useful suggestions or complaints concerning the NHS services supported by the Association between patients and any organisation set up within or alongside the NHS to consider such suggestions or complaints.
- (iii) To mobilise, encourage, foster and maintain the interest and support of the public in the patients and work of the NHS services supported by the Association and to co-operate with other bodies with similar interests, including other Leagues of Friends.
- (iv) To co-operate with NHS Trusts in the recruitment of voluntary workers for those hospitals supported by the Friends.
- (v) To raise funds and to invite and receive contributions from any person or persons or organisations whatsoever by way of subscription, donation or otherwise.

- (vi) To take and accept gifts of property, whether subject to any special trust or not, for the Object of the Friends.
- (vii) To provide, or assist in the provision of, amenities in the Eastbourne hospitals for patients and staff, including the provision and running of shops.
- (viii) To do all such things as are necessary for the attainment of the above Object.

4. MEMBERSHIP

- (i) Annual or Life membership of the Association shall be open to any person who subscribes to the funds of the Association in the manner hereinafter provided in these Rules.
- (ii) The Association shall not be limited in the number of its Annual and Life members but shall not have more than four Vice-Presidents.

5. SUBSCRIPTIONS

- (i) The subscription of Annual members shall be payable in advance on the 1st September in each year. The amounts of the subscription for Annual and Life membership shall be such as are decided by the Committee from time to time.
- (ii) Any Annual member may resign their membership by giving the Secretary notice in writing to that effect. Every such notice shall, unless otherwise expressed, be deemed to take effect as from the 1st September next following the receipt thereof. Any member giving such notice after the 31st August in any year shall be liable to pay the subscription for the following year.
- (iii) If any member shall fail to pay the annual subscription on or before the due date, then if after fourteen days' notice the subscription remains unpaid, the membership shall cease.

6. COMMITTEE

- (i) The management of the Association (except where otherwise specified in these Rules) shall be deputed to a Committee comprising:
 - (a) The President of the Association, elected under Clause 7 (2);
 - (b) The Chairman, Vice-Chairman, Hon Secretary (if appointed) and Hon Treasurer (if appointed) who shall be appointed as Officers of the Association in such capacities by the Committee as shall from time to time be required.
 - (c) Members of the Association elected under Clause 7 (1) to a maximum of 18(including the Officers in 6(i a) and 6(i b);
 - (d) Any person co-opted under Clause 7 (4).
- (ii) The Committee may meet together for the despatch of business, adjourn and otherwise regulate their meetings, as they think fit. Questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes, the Chairman shall have a second or casting vote. At any time, on the request of any member of the Committee, the Secretary shall convene a meeting of the Committee. At least four meetings of the Committee shall be held in each financial year of the Association.

- (iii) The quorum necessary for the transaction of the business of the Committee may from time to time be fixed by the Committee, and unless so fixed shall be 6 of the Trustees (including Officers)
- (iv) The continuing members of the Committee may act notwithstanding any vacancy in their body. However if and so long as the number of Trustees is reduced below ten the remaining members of the Committee may act for the purpose of increasing the number of members of the Committee or of summoning a General Meeting of the Friends and not for any other purpose.
- (v) The Committee may delegate any of its powers to sub-committees consisting of such members of its body as it may think fit. All actions of such sub-committees shall be reported to, and confirmed by, the Committee as soon as possible. Any sub-committee so formed shall, in the exercise of its powers so delegated, conform to any regulation that may be imposed on it by the Committee. The Secretary or such other representatives as shall be appointed by the Chairman shall be entitled (but not obliged) to attend meetings of each sub-committee.
- (vi) Each sub-committee may elect a Chairman of its meetings and the provisions of Sub-Clause (2) of this Clause (except as to the number of meetings) shall apply to any sub-committee.
- (vii) All acts done by any meeting of the Committee or of any sub-committee or by any person acting as a member of the Committee or of any sub-committee shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such person, be valid as if such person had been duly appointed.
- (viii) The Committee shall appoint a Secretary and/or Treasurer who if honorary may be a member of the Committee, and shall fix the period of appointment. The Committee may at any time, after due process if the Secretary and/or Treasurer is a paid employee, remove the Secretary and/or Treasurer from office and appoint some other person.

7. ELECTIONS AND APPOINTMENTS

- (i) At every Annual General Meeting such members shall be elected under Clause 6.1 (c) to hold office as the meeting shall decide, up to a maximum of 18. Such members shall be elected to hold office for three years. Retiring members of the Committee shall be eligible for re-election and hold such provision up to a maximum of four three year periods in total PROVIDED that after four successive terms a retiring member shall be entitled to stand for re-election only if such re-election shall have the prior approval of the Committee.
- (ii) The President will be elected at the Annual General Meeting and shall hold office until the Annual General Meeting next following the date upon which they are appointed.
- (iii) The Committee shall have power to appoint a Trustee or member to fill any vacancy on the Committee until the next Annual General Meeting. Any member so appointed shall retire at the next Annual General Meeting but shall then be at once eligible for re-election for a term of three years.
- (iv) The Committee may co-opt for service on the Committee, with or without voting power, or on any sub-committee thereof any member of the Association or any person not being a member of the Association for special purposes.

- (v) The Committee may appoint up to 4 Honorary Vice-Presidents (for a period decided from time to time by the Committee) in recognition of service to the Association. Such Appointees may attend Committee meetings in a non-voting capacity.

8. TRUSTEES

The President and those elected pursuant to clause 9 (i) (c) hereof shall be Trustees of the Association and shall from time to time determine whether freehold or leasehold assets of the Association (if any) shall be held by Trustees (not less than two or more than four of their number) or shall be held for the Association by the Official Custodian for Charities.

The Trustees shall be elected at a General Meeting of the Association. Every vacancy among the trustees shall from time to time be filled by election at the Annual or a Special General Meeting next after occurrence of such vacancy, and pending such a meeting may be filled under Clause 7 (3). No person shall be elected to serve on the Executive Committee and as Trustee without their consent.

The Trustees will appoint from within their number a Chairman and, if deemed appropriate, a Vice-Chairman, Hon. Secretary and Hon. Treasurer who shall be, with the President, the officers of the Association. It is expected that the Chairman shall serve in such a role for a minimum period of five years subject always to election pursuant to clause 7(i) and following the completion of a five year term the Committee may re-appoint the Chairman for a second term.

Should any of the Officer posts fall vacant, the Chairman (or in the case of the Chairman's position falling vacant the Vice-Chairman(if appointed), or President (in the absence of a Vice-Chairman) will arrange for nominations to be brought forward from within the Trustee Body or, with the approval of the Trustees, from outside the Trustee Body. If a candidate from outside of the Committee is selected for appointment they shall be co-opted as a Trustee and stand for election at the following AGM.

Any Trustee may be removed from office by Resolution passed at an Annual or Special General Meeting. Unless so removed, every Trustee shall hold office until their tenure of office expires or they resign or cease to be a member of the Association.

Provided that if in the reasonable opinion of the Trustees an individual Trustee shall persistently fail to fulfil their role as a Trustee without reason or justification or shall behave in a manner likely to bring such Trustee or the Association into disrepute or cause damage to the Association then the Trustees shall be entitled to suspend such Trustee until such time as an Annual or Special General Meeting can resolve any such issue.

9. GENERAL MEETINGS

- (i) The Annual General Meeting of the Association shall be held no later than six months after the end of the Association's last financial year upon a date and at a time to be fixed by the Committee. At least three months advance notice shall be given of the meeting, at which the business shall include the following:-
- (a) To receive from the Committee a report, balance sheet and statement of accounts for the preceding financial year.
 - (b) To elect President for the ensuing year.
 - (c) To elect Trustees pursuant to clauses 7(i) and 8 hereof.
 - (d) To appoint auditors or independent examiners for the ensuing year.
 - (e) To make or continue any other appointment or co-option under Clause 7 as may be agreed.

- (f) To decide on any resolution which may be duly submitted to the Annual General Meeting as hereinafter provided.
- (ii) Any member wishing to move any Resolution at the Annual General Meeting shall give notice thereof in writing to the Secretary not less than six weeks before the date of such meeting.
- (iii) Notice of the Annual General Meeting or of any Special General meeting and of the business to be transacted shall normally be given to members by the Secretary through the magazine of the Friends.
- (iv) The Committee may at any time for any special purpose call a Special General Meeting and shall do so forthwith upon the request in writing of any ten members of the Friends stating the purpose for which the meeting is required.
- (v) At all General Meetings of the Friends the President, or in his or her absence, the Chairman or Vice-Chairman, shall take the Chair.
- (vi) At a General Meeting each member shall have one vote. Voting should be by showing of hands only, unless a ballot is demanded by not less than one third of the members present.
- (vii) The Chairman's direction as to how a ballot is to be taken, declaration as to the result of any voting and decision in any question of procedure or point order at a General Meeting shall be considered final. In the event of an equal vote the meeting Chairman shall have a casting vote.
- (viii) No vote may be cast by proxy.
- (ix) No business shall be transacted at any General Meeting of the Friends unless a quorum of members is present at the time when the meeting proceeds to business. Twenty members personally present shall be a quorum. If within half an hour from the time appointed for the meeting a quorum is not present the meeting, if convened upon the requisition of members, shall be dissolved; in any other case it shall stand adjourned to the same day the next week at the same time and place; and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.

10. ACCOUNTS AND ANNUAL REPORTS

The Committee shall ensure that the Friends complies with its obligations under the Charities Act 1992 (or any statutory re-enactment or modification of that Act) with regard to:-

- (i) The keeping of accounting records for the Charity.
The preparation of an annual report and statements of account for the Charity.
The auditing or independent examination of the statements of account of the Charity.
- (ii) Regardless of whether the Friends is registered as a charity the Friends will promptly supply a copy of its annual report and statements of accounts to the National Association of Hospital and Community Friends so long as it remains a member of that association.
- (iii) The financial year of the Association shall be the year ending on 31st August in each year.

11. PROPERTY AND INSURANCE

- (i) The moneys and property of the Friends not immediately required for the purposes of the Friends may be held by or vested in such persons as the Committee may

from time to time determine, and the Committee may appoint two or more persons, whether members of the Friends or not, to hold any such moneys or property upon trust for the Friends.

- (i) Cheques drawn on behalf of the Friends shall be signed by such persons as the Committee may from time to time direct.
- (iii) The Committee shall have the power to purchase Trustee Indemnity Insurance and any other form of insurance it considers necessary for the protection of the Association.

12. REMUNERATION

All officers, as defined in Clause 6 (1)(b), shall be honorary save that the Committee may, at its discretion, when the Secretary and Treasurer is not a member of the Committee pay the Secretary and the Treasurer such remuneration as they think fit. The Committee may appoint and employ such other staff, paid or otherwise, as they think fit. They shall appoint (and pay proper remuneration to) auditors or independent examiners.

13. ALTERATION OF RULES, etc

The present Friends may by a majority of not less than two thirds of the members present at an Annual General Meeting or Extraordinary Meeting alter, add to or delete all or any of the objects of the Friends and alter the rules and constitution, provided that notice of intention to propose such alteration, addition or deletion and the details thereof are served upon each member with the notice required to be given by Clause 9 (3) hereof, and provided also that no alteration in the objects of the Friends shall be made which would authorise the application of the property of the Friends for objects which are not charitable.

14. INFORMALITIES

No action or decision of the Committee or of any meeting of the Friends shall be invalidated by reason only of informality or neglect in any service of notices or in any matter or matters of procedure, unless in the opinion of the Committee such informality or neglect has resulted in a situation which is unjust.

15. PROVISION FOR DISSOLUTION

Upon dissolution of the Friends, the surplus assets (if any) of the Friends remaining after the satisfaction of all debts and liabilities shall not be paid to nor distributed amongst the members of the Friends but shall be given, or transferred, to such charitable institution or institutions as the members of the Friends shall at, or before, the time of dissolution, in General Meeting, determine with the approval of the Charity Commissioners.

Adopted at the Annual General Meeting of the Friends on 21 November 2019

..... President

..... Chairman