NAME OF FUND
The name of the Fund shall be Soroptimist International of Great Britain and Ireland (SIGBI) Limited, Benevolent Fund (the Fund)

1. OBJECT

1.1 The Object of the Fund shall be the relief of women in need who have been a member of SIGBI Limited within the United Kingdom (including the Channel Islands and the Isle of Man) and the Republic of Ireland for at least three consecutive years and whose membership continues; or if they have left and have not been a member for 5 years, at the discretion of the Trustees.

2. ELIGIBILITY

2.1 The Fund shall be open to Soroptimists in the United Kingdom (including the Channel Islands and Isle of Man) and the Republic of Ireland.

3. MANAGEMENT

3.1 The management of the Fund and the disposition thereof shall be under the control of a Committee of Trustees, namely the Fund Committee, which shall consist of a member of the Board of SIGBI Limited, together with one representative elected from each region in the United Kingdom (including the Channel Islands and the Isle of Man) and the Republic of Ireland.

3.2 A Member will not be eligible to act as a Trustee if she is disqualified by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision), or ceases to be a Soroptimist.

3.3 Where a Trustee is unable to act for any reason and a vacancy occurs, further nominations will be sought from her Region or National Association.

3.4 Where a Trustee is not performing satisfactorily in her elected role, the Fund Committee has the power to call an Extraordinary General Meeting, at which a motion to remove the Trustee will be presented. If the Trustee is removed then a further nomination will be sought from her Region or National Association.

3.5 When a Trustee cannot attend a meeting of the Fund Committee, a proxy may not be nominated.

3.6 The Officers are authorised to make minor amendments to this Constitution, where found necessary.
4. OFFICERS

4.1 The Fund Committee shall elect from its members a Chairman. To be eligible for the office of Chairman a member shall have served on the Fund Committee for not less than two years at the date of nomination.

4.2 Once the Chairman has been elected, the Region, or the National Association of the Republic of Ireland, she represents, shall elect another person from that Region or National Association to take her place.

4.3 The Fund Committee shall appoint an Honorary Secretary and an Honorary Treasurer to the Fund from the general membership of SIGBI Limited residing in the UK and Republic of Ireland.

5. TERMS OF OFFICE

5.1 The Chairman, Honorary Secretary, and Honorary Treasurer shall be elected for two consecutive years in the first instance, and thereafter be eligible for re-election annually, for up to a period of six consecutive years, but shall not serve overall in any capacity on the committee for more than ten years.

5.2 All other Trustees shall be elected by each of the regions within the United Kingdom and the Republic of Ireland to serve for two consecutive years in the first instance and thereafter be eligible for re-election annually, for up to a period of up to six consecutive years.

5.3 The National Federation shall appoint a representative from within the United Kingdom and the Republic of Ireland to serve as a Trustee for a maximum of three consecutive years.

5.4 On completion of the maximum term as a Trustee, the Trustee shall not be eligible for re-election until two years have elapsed after the end of her last term of office.

6. FUNDING

6.1 The Fund income shall be raised by means of a levy on members in the UK (including the Channel Islands and Isle of Man) and the republic of Ireland. The levy shall be fixed at the General Meeting of SIGBI Limited, on the advice of the Fund Committee.

6.2 The Fund may also receive legacies and donations, all of which shall be paid to the Honorary Treasurer of the Benevolent Fund, whose receipt shall be sufficient discharge of the same.

6.3 All monies forming part of the Fund, including donations and legacies, unless otherwise directed by the donors or testators, shall be capitalised or used as income at the discretion of the Fund Committee.

6.4 The Trustees must ensure that the title to all investments, held by or on behalf of the Fund, is vested either in a corporation entitled to act as custodian trustee, or in not less than three individuals appointed by them as the holding trustees.

6.5 The holding trustees shall be known as the Investment Committee and will comprise the Chairman, Secretary, Treasurer, Federation Representative and 3 trustees elected from the Board of Trustees.

6.6 The income and investments of the Fund shall be applied solely towards the promotion of the Object.

7. REIMBURSEMENT OF EXPENSES

7.1 A Trustee may pay out, and be reimbursed from the income of the Fund, any reasonable expenses properly incurred when acting on behalf of the Fund.

7.2 No Trustee may be paid or receive any other benefit for being a Trustee.
8. MEETINGS
8.1 The Fund must hold a general meeting within twelve months of the date of adoption of this constitution.

8.2 An annual general meeting must be held in each subsequent year and not more than fifteen months may elapse between successive annual general meetings.

8.3 The Trustees may call special general meetings at any time. These meetings may take such form as the Trustees decide.

9. NOTICE
9.1 The minimum period of notice required to hold any general meeting of the Fund shall be fourteen days from the date on which the notice is deemed to have been given.

9.2 A general meeting may be called by shorter notice, if it is so agreed by four members entitled to attend and vote.

9.3 The notice must specify the date, time and place of the meeting and the nature of the business. If the meeting is to be an Annual General Meeting, the notice must say so.

10. QUORUM
10.1 No business shall be transacted at any general meeting unless a quorum is present. A quorum shall be nine members entitled to vote upon the business to be conducted at the meeting.

11. VOTING
11.1 At the Annual General Meeting all members of the Fund Committee attending shall be entitled to vote. A simple majority vote of all those present and voting shall prevail. In the event of equality voting, the Chairman shall have a casting vote in addition to her personal vote.

11.2 At Special General Meetings all members of the Fund Committee shall be entitled to vote. A simple majority vote of all those present and voting shall prevail. In the event of equality voting, the Chairman shall have a casting vote in addition to her personal vote.

12. APPLICATIONS TO THE FUND
12.1 All requests for Grants from the Fund shall be considered and investigated by the Fund Committee, whose decision thereon shall be final.

12.2 In cases of extreme urgency, the Chairman, Honorary Secretary and Honorary Treasurer acting together shall have the power to make emergency grants.

12.3 The Fund shall not make loans.

12.4 Confidentiality in regard to recipients of grants shall be maintained at all times.

12.5 Particulars of all requests for grants to the Fund, together with particulars of grants made in respect thereof, and of the decision of the Fund Committee thereon, shall be entered by the Honorary Secretary, in a book which shall be open to inspection by the Trustees.

13. MINUTES
The Trustees must keep minutes of all:
13.1 Appointments of Officers made by the Trustees, and of Trustees.
13.2 Proceedings at the meetings of the Fund.

13.3 Meetings of the Trustees, including the names of those present, decisions made and, where appropriate, reasons for those decisions.

14. STATUTORY OBLIGATIONS

The Trustees must comply with their obligations under the Charities Act 2016 and with regard to this:

14.1 Keep proper books of accounts, showing particulars of all receipts and payments, and distinguishing between capital and income. Such books shall always be open to inspection by the Trustees.

14.2 Prepare the annual statements of account for the Fund to 31st March each year.

14.3 Prepare these accounts in accordance with the provisions of any “Statement of Recommended Practice” issued by the Charity Commissioners, unless the Trustees are required to prepare accounts in accordance with the provisions of such a statement prepared by another body.

14.4 Submit the accounts for audit to the Auditor of SIGBI Limited.

14.5 Prepare an annual return and submit it to the Charity Commissioners.

15. CHAIRMAN’S REPORT

15.1 The Chairman shall prepare a report of the work of the Fund Committee during the preceding year, and copies of such Report and Accounts shall be forwarded to the Board of SIGBI Limited and laid before the next General Meeting of SIGBI Limited.

16. DISSOLUTION

16.1 In the event that the Trustees resolve to dissolve the Fund, the Trustees will remain in office, and be responsible for winding up the affairs of the Fund, in accordance with this clause.

16.2 The Trustees must collect in all assets of the Fund and must pay, or make provision for all Liabilities of the Fund.

16.3 The unexpended balance of the Fund shall be utilised in making grants for the assistance of women in need, qualified as aforesaid, who shall have applied before dissolution. The residue shall be paid or transferred to any charitable institution(s) for purposes the same as, or similar to, the Fund.