

Constitution of the SOCIETY for INTERNATIONAL FOLK DANCING

Date of constitution: 4th March 2020

1. Name

The name of the Charitable Incorporated Organisation (“the CIO”) is the SOCIETY for INTERNATIONAL FOLK DANCING (“the SIFD”).

2. National location of principal office

The principal office of the SIFD is in England.

3. Objects

The SIFD is a Charity, non-sectarian and non-political.

The objects of the SIFD are:

- 1) To preserve, make known and encourage the practice in the United Kingdom of Folk Dances from across the world, while respecting their traditional form.
- 2) To promote the knowledge and practice of Folk Dances by means of classes, demonstrations, social activity, publications in all forms, the Internet and other suitable methods which may include a periodical.
- 3) To provide and encourage for the public benefit research into, and study of, the origin, development and traditional practice of Folk Dances.
- 4) To encourage the performance, playing, collection of and research into Folk Dance music with particular regard to traditional styles.

4. Powers

The SIFD has power to do anything which is calculated to further its objects or is conducive or incidental to doing so. In particular, the SIFD’s powers include power to:

- 1) borrow money and to charge the whole or any part of its property as security for the repayment of the money borrowed. The SIFD must comply as appropriate with sections 124 and 125 of the Charities Act 2011 if it wishes to mortgage land;
- 2) buy, lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
- 3) sell, lease or otherwise dispose of all or any part of the property belonging to the SIFD. In exercising this power, the SIFD must comply as appropriate with sections 117 and 119-123 of the Charities Act 2011;
- 4) employ and remunerate such staff as are necessary for carrying out the work of the SIFD. The SIFD may employ or remunerate a charity trustee only to the extent that it is permitted to do so by clause 6 and provided it complies with the conditions of those clauses;
- 5) deposit or invest funds, employ a fund-manager, and arrange for the investments or other property of the SIFD to be held in the name of a nominee, in the same manner and subject to the same conditions as the trustees of a trust are permitted to do by the Trustee Act 2000.

5. Application of income and property

- 1) The income and property of the SIFD must be applied solely towards the promotion of the SIFD’s objects.
 - a) A charity trustee is entitled to be reimbursed for reasonable expenses properly incurred by him or her when acting on behalf of the SIFD.
 - b) A charity trustee may benefit from trustee indemnity insurance cover purchased at the SIFD’s expense in accordance with, and subject to the conditions in, section 189 of the Charities Act 2011.
- 2) None of the income or property of the SIFD may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member of the SIFD. This does not prevent a member who is not also a charity trustee receiving:
 - a) a benefit from the SIFD as a beneficiary of the SIFD;
 - b) reasonable and proper remuneration for any goods or services supplied to the SIFD.
- 3) Nothing in this clause shall prevent a charity trustee or connected person receiving any benefit or payment which is authorised by clause 6.

6. Benefits and payments to charity trustees and connected persons

- 1) Scope and powers permitting trustees' or connected persons' benefits
 - a) A charity trustee or connected person may receive a benefit from the SIFD as a beneficiary of the SIFD provided that a majority of the trustees do not benefit in this way.
 - b) A charity trustee or connected person may enter into a contract for the supply of services, or of goods that are supplied in connection with the provision of services, to the SIFD where that is permitted in accordance with, and subject to the conditions in, section 185 to 188 of the Charities Act 2011.
 - c) Subject to sub-clause (2) of this clause a charity trustee or connected person may provide the SIFD with goods that are not supplied in connection with services provided to the SIFD by the charity trustee or connected person.
 - d) A charity trustee or connected person may receive interest on money lent to the SIFD at a reasonable and proper rate which must be not more than the Bank of England bank rate (also known as the base rate).
 - e) A charity trustee or connected person may receive rent for premises let by the trustee or connected person to the SIFD. The amount of the rent and the other terms of the lease must be reasonable and proper. The charity trustee concerned must withdraw from any meeting at which such a proposal or the rent or other terms of the lease are discussed.
 - f) A charity trustee or connected person may take part in the normal trading and fundraising activities of the SIFD on the same terms as members of the public.

2) Payment for supply of goods only – controls

The SIFD and its charity trustees may only rely upon the authority provided by sub-clause (1)(c) of this clause if each of the following conditions is satisfied:

- a) The amount or maximum amount of the payment for the goods is set out in a written agreement between the SIFD and the charity trustee or connected person supplying the goods (“the supplier”).
- b) The amount or maximum amount of the payment for the goods does not exceed what is reasonable in the circumstances for the supply of the goods in question.
- c) The other charity trustees are satisfied that it is in the best interests of the SIFD to contract with the supplier rather than someone who is not a charity trustee or connected person. In reaching that decision the charity trustees must balance the advantage of contracting with a charity trustee or connected person against the disadvantages of doing so.
- d) The supplier is absent from the part of any meeting at which there is discussion of the proposal to enter into a contract or arrangement with him or her or it with regard to the supply of goods to the SIFD.
- e) The supplier does not vote on any such matter and is not to be counted when calculating whether a quorum of charity trustees is present at the meeting.
- f) The reason for the charity trustee’s decision is recorded in the minute book.
- g) A majority of the charity trustees then in office are not in receipt of remuneration or payments authorised by clause 6.

7. Conflicts of interest and conflicts of loyalty

A charity trustee must:

- 1) declare the nature and extent of any interest, direct or indirect, which they have in a proposed transaction or arrangement with the SIFD or in any transaction or arrangement entered into by the SIFD which has not previously been declared; and
- 2) absent himself or herself from any discussions of the charity trustees in which it is possible that a conflict of interest will arise between his or her duty to act solely in the interests of the SIFD and any personal interest (including but not limited to any financial interest).
- 3) not vote or be counted as part of the quorum in any decision of the charity trustees where a conflict of interest may exist.

8. Liability of members to contribute to the assets of the SIFD if it is wound up

If the SIFD is wound up, the members of the SIFD have no liability to contribute to its assets and no personal responsibility for settling its debts and liabilities.

9. Terms of Membership of the SIFD

The Trustees may determine and amend the terms of membership.

1) Admission of new members

a) Eligibility

Membership of the SIFD is open to anyone who is interested in supporting its objects, and who, by applying for membership, has indicated his, her or its agreement to become a member. A member may be an individual, a corporate body, or an organisation which is not incorporated.

b) Admission procedure

The charity trustees:

- i) may require applications for membership to be made in any reasonable way that they decide;
- ii) may refuse an application for membership if they believe that it is in the best interests of the SIFD for them to do so.

2) Transfer of membership

Membership of the SIFD cannot be transferred to anyone else.

3) Honorary membership

An AGM may confer honorary membership on a member who has belonged to the SIFD (or its predecessor) for at least five consecutive years, in recognition of services to the SIFD. This must be on the proposition of six members who have each belonged to the SIFD (or its predecessor) for five consecutive years.

4) Termination of membership

a) Membership of the SIFD comes to an end if:

- i) the member dies, or, in the case of an organisation (or the representative of an organisation) that organisation ceases to exist; or
- ii) the member sends a notice of resignation to the charity trustees; or
- iii) any sum of money owed by the member to the SIFD (including any membership subscription) is not paid in full within 2 months of its falling due; or
- iv) the charity trustees decide that it is in the best interests of the SIFD that the member in question should be removed from membership, and pass a resolution to that effect.

b) The charity trustees may unanimously agree to terminate an individual's membership of the SIFD, provided the Member has first been given a reasonable opportunity to show cause to the charity trustees why membership should not be terminated. If there is not unanimity within the charity trustees, the charity trustees, by a majority decision, may call an EGM to deal with the matter. The Member may appeal to the Appeals Panel. The Panel shall consider evidence from all interested parties, and deliver a recommendation to a subsequent General Meeting for endorsement. If the Member does not accept the recommendation of either the charity trustees or the Appeals Panel, the Member may put their case to a General Meeting which shall be the final arbiter.

c) If termination of an individual's membership of the SIFD is proposed and that individual wishes to appeal against the termination, an Appeals Panel shall be constituted, consisting of three members of the SIFD who are acceptable to both the individual and the charity trustees. When the Appeals Panel is called, it shall invite the appellant, who may be accompanied by a friend, and a delegated charity trustee, to present their cases. Charity trustees are not eligible to be members of the Appeals Panel.

5) Membership fees

The SIFD require members to pay reasonable membership fees to the SIFD.

10. General meetings of members

1) Types of general meeting

There must be an Annual General Meeting (AGM) of the members of the SIFD. The first AGM following the registration of the SIFD as a CIO must be held within 18 months, and subsequent AGMs must be held at intervals of not more than 15 months. The AGM must receive the annual statement of accounts (duly audited or examined where applicable) and the trustees' annual report, and must elect trustees as required under clause 12.

Extraordinary General Meetings (EGM) of the members of the SIFD may be held at any time. All general meetings must be held in accordance with the following provisions.

2) Calling general meetings

- a) The charity trustees must call an AGM of the members of the SIFD in accordance with sub-clause (1) of this clause, and identify it as such in the notice of the meeting.
- b) The charity trustees may call an EGM of the members of the SIFD at any time.
- c) The charity trustees must, within 90 days, hold an EGM of the members of the SIFD if they receive a request to do so from at least 20 members or one fifth of the membership of the SIFD, whichever is the smaller; and the request states the general nature of the business to be dealt with at the meeting, and is authenticated by the member(s) making the request.
 - i) Any such request may include particulars of a resolution that may properly be proposed, and is intended to be proposed, at the meeting.
 - ii) A resolution may only properly be proposed if it is lawful, and is not defamatory, frivolous or vexatious.
 - iii) If the charity trustees fail to comply with this obligation to call a general meeting at the request of its members, then the members who requested the meeting may themselves call a general meeting.
 - iv) The SIFD must reimburse any reasonable expenses incurred by the members calling a general meeting by reason of the failure of the charity trustees to duly call the meeting.

3) Notice of general meetings

- a) For an AGM the charity trustees must give at least 60 clear days' notice to all of the members. The notice of any general meeting must:
 - i) state the time and date of the meeting;
 - ii) give the address at which the meeting is to take place;
 - iii) invite motions and trustee nominations proposed and seconded by members to be received at least 40 days before the meeting. Charity trustees may also put motions.
- b) For an EGM called by the charity trustees or the members, at least 30 days' notice must be given, stating the time, date and address of the meeting.
- c) Documents for meetings will be sent by the charity trustees to members at least 21 days beforehand. These documents will:
 - i) give the agenda; particulars of any resolution which is to be moved at the meeting; any proposals to confer Honorary Membership; proposals to appoint an Independent Examiner; any proposals to change the annual membership and affiliation fees, and of the general nature of any other business to be dealt with at the meeting; and
 - ii) if a proposal to alter the constitution of the SIFD is to be considered at the meeting, include the text of the proposed alteration;
 - iii) include, with the notice for the AGM, the annual statement of accounts and trustees' annual report, details of persons standing for election or re-election as trustee, or where allowed under clause 18 (Use of electronic communication), details of where the information may be found on the SIFD's website.
- d) If it is agreed by 90% of those members of the SIFD present, any resolution may be proposed and passed at the meeting even though the requirements of sub-clause (3)(a)(iii) of this clause have not been met. The following actions may not be the subject of an emergency resolution: to dissolve the SIFD; to amend the Constitution; to terminate membership; to spend more than 10% of the financial assets of the SIFD. This sub-clause does not apply where a specified period of notice is strictly required by another clause in this constitution, by the Charities Act 2011 or by the General Regulations.
- e) Notice shall be deemed to be given 48 hours after it was posted or sent.
- f) The proceedings of a meeting shall not be invalidated because a member who was entitled to receive notice of the meeting did not receive it because of accidental omission by the SIFD, or failure of the delivery service.

4) Chairing of general meetings

The person nominated as chair by the charity trustees under clause 16(2) (Chairing of meetings), shall, if present at the general meeting and willing to act, preside as chair of the

meeting. Subject to that, the members of the SIFD who are present at a general meeting shall elect a chair to preside at the meeting.

5) Quorum at general meetings

- a) No business may be transacted at any general meeting of the members of the SIFD unless a quorum is present when the meeting starts.
- b) Subject to the following provisions, the quorum for general meetings shall be 20 members or one fifth of the membership - whichever is the smaller. An organisation represented by a person present at the meeting in accordance with sub-clause (7) of this clause, is counted as being present in person.
- c) If the meeting has been called by or at the request of the members and a quorum is not present within 15 minutes of the starting time specified in the notice of the meeting, the meeting is closed.
- d) If the meeting has been called in any other way and a quorum is not present within 15 minutes of the starting time specified in the notice of the meeting, the chair must adjourn the meeting. The date, time and place at which the meeting will resume must either be announced by the chair or be notified to the SIFD's members at least seven clear days before the date on which it will resume.
- e) If a quorum is not present within 15 minutes of the start time of the adjourned meeting, the member or members present at the meeting constitute a quorum.
- f) If at any time during the meeting a quorum ceases to be present, the meeting may discuss issues and make recommendations to the trustees but may not make any decisions. If decisions are required which must be made by a general meeting of the members, the meeting must defer these decisions.

6) Rules of Debate at general meetings

Business at an AGM and an EGM will be conducted according to Standing Orders and normal rules of debate.

7) Voting at general meetings

- a) Any decision shall be taken by a simple majority of votes cast at the meeting (including postal votes). Every member has one vote unless otherwise provided in the rights of a particular class of membership under this constitution.
- b) Any objection to the qualification of any voter must be raised at the meeting at which the vote is cast and the decision of the chair of the meeting shall be final.

11. Charity trustees

1) Functions and duties of charity trustees

The charity trustees shall manage the affairs of the SIFD and may for that purpose exercise all the powers of the SIFD. It is the duty of all the charity trustees:

- a) to exercise their powers and to perform their functions as trustees of the SIFD in the way they decide in good faith would be most likely to further the objects of the SIFD.
- b) to elect the officers necessary to manage the SIFD including a chair, secretary and treasurer who are the Principal Officers of the SIFD.
- c) to determine the standard of teaching and keep and publish an official list of SIFD Teachers. The charity trustees may appoint a subcommittee for these purposes.

2) Eligibility for trusteeship

- a) Every charity trustee must be an individual and a member of the SIFD.
- b) No one may be appointed as a charity trustee:
 - if he or she is under the age of 18 years; or
 - if he or she would automatically cease to hold office under the provisions of clause 14(2)(f).
- c) No one is entitled to act as a charity trustee whether on appointment or on any re-appointment until he or she has expressly acknowledged, in whatever way the charity trustees decide, his or her acceptance of the office of charity trustee.

3) Number of charity trustees

- a) There shall be not less than 3 and not more than 10 elected trustees;

- b) If the number falls below three, the remaining trustee or trustees may act only to call a meeting of the charity trustees, or appoint a new charity trustee.
 - c) the charity trustees may co-opt up to three members who can hold office, except that of chair, but not have a vote.
- 4) The first charity trustees of the SIFD as a CIO are: Caspar Cronk, Dalila Heath, Richard Mellish, Holly Payling, Judith Payling, Brenda Steventon, and John Stewart.

12. Appointment of charity trustees

- 1) Trustee nominations shall be proposed and seconded by members, with the agreement of the nominee, and submitted to the secretary at least 40 days before the AGM. Any vacancies not filled at the AGM may be filled as provided in sub-clause (2) of this clause;
- 2) The members at a general meeting or the charity trustees at any time, may decide to appoint a new charity trustee, whether in place of a charity trustee who has retired or been removed in accordance with clause 14, or as an additional charity trustee,
- 3) If up to ten nominations are made those nominated shall be declared appointed at the AGM without the need for a ballot. The AGM will have the right to reject nominations.
- 4) If there are more than ten nominations, ballot papers accompanied by a 50 word biography of each nominee shall be posted to members at least 21 days before the AGM. These should be returned at least one week before the AGM or handed to the secretary prior to the start of the AGM. These ballot papers may accompany the documents for the AGM. The ballot will remain secret until tellers appointed by the AGM count the votes.

13. Information for new charity trustees

The charity trustees will make available to each new charity trustee, on or before his or her first appointment:

- a) a copy of this constitution and any amendments made to it; and
- b) a copy of the SIFD's latest trustees' annual report and statement of accounts.

14. Retirement and removal of charity trustees

- 1) At every AGM all the trustees shall retire but all shall be eligible for re-appointment in accordance with clause 12.
- 2) A charity trustee ceases to hold office if he or she:
 - a) retires by notifying the SIFD in writing (but only if enough charity trustees will remain in office when the notice of resignation takes effect to form a quorum for meetings);
 - b) is absent without the permission of the charity trustees from all their meetings held within a period of six months and the trustees resolve that his or her office be vacated;
 - c) dies;
 - d) in the written opinion, given to the SIFD, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a trustee and may remain so for more than three months;
 - e) is removed by the members of the SIFD in accordance with sub-clause (3) of this clause; or
 - f) is disqualified from acting as a charity trustee by virtue of section 178-180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).
- 3) A charity trustee shall be removed from office if a resolution to remove that trustee is proposed at a general meeting of the members called for that purpose and properly convened in accordance with clause 10, and the resolution is passed by a two-thirds majority of votes cast at the meeting.
- 4) A resolution to remove a charity trustee in accordance with this clause shall not take effect unless the individual concerned has been given at least 14 clear days' notice in writing that the resolution is to be proposed, specifying the circumstances alleged to justify removal from office, and has been given a reasonable opportunity of making oral and/or written representations to the members of the SIFD.

15. Delegation by charity trustees

- 1) The charity trustees may delegate any of their powers or functions to a committee or committees, and, if they do, they must determine the terms and conditions on which the

delegation is made. The charity trustees may at any time alter those terms and conditions, or revoke the delegation.

- 2) This power is in addition to the power of delegation in the General Regulations and any other power of delegation available to the charity trustees but is subject to the following requirements:
 - a) a committee may consist of two or more persons;
 - b) the acts and proceedings of any committee must be brought to the attention of the charity trustees as a whole as soon as is reasonably practicable; and
 - c) the charity trustees shall from time to time review the arrangements which they have made for the delegation of their powers.

16. Meetings and proceedings of charity trustees

- 1) Calling meetings
 - a) Any charity trustee may call a meeting of the charity trustees.
 - b) Subject to that, the charity trustees shall decide how their meetings are to be called, and what notice is required.
 - c) The quorum for a charity trustee meeting is an absolute majority of the current charity trustees.
- 2) Chairing of meetings

The charity trustees may appoint one of their number to chair their meetings and may at any time revoke such appointment. If no-one has been so appointed, or if the person appointed is unwilling to preside or is not present within 10 minutes after the time of the meeting, the charity trustees present may appoint one of their number to chair that meeting.
- 3) Taking of decisions by charity trustees
 - a) Any decision may be taken either at a meeting of the charity trustees or by resolution in writing or electronic form agreed by a majority of all of the charity trustees.
 - b) At a meeting of the charity trustees if consensus cannot be achieved, decisions may be taken by simple majority of the charity trustees present, providing there is a quorum of five. If however that majority is not a majority of the charity trustees, the charity trustee(s) who is/are outvoted shall be allowed to require the absent charity trustees to be consulted and their votes to be counted before the decision is made final. The chair will have a casting vote in the event of a tie.
 - c) The charity trustees may take decisions between meetings, provided that all charity trustees are consulted if possible, or failing that at least an absolute majority of the current charity trustees including at least one Principal Officer of the Society. In the absence of consensus, the decision shall be taken by simple majority of the charity trustees, with the chair having a casting vote.
- 4) Participation in meetings by electronic means
 - a) A meeting may be held by suitable electronic means agreed by the charity trustees in which each participant may communicate with all the other participants.
 - b) Any charity trustee participating at a meeting by suitable electronic means agreed by the charity trustees in which a participant or participants may communicate with all the other participants shall qualify as being present at the meeting.
 - c) Meetings held by electronic means must comply with rules for meetings, including chairing and the taking of minutes.

17. Execution of documents

A document is validly executed by signature if it is signed by at least 2 of the charity trustees.

18. Use of electronic communications

- 1) The SIFD will comply with the requirements of the Communications Provisions in the General Regulations and in particular:
 - a) the requirement to provide within 21 days to any member on request a hard copy of any document or information sent to the member otherwise than in hard copy form;
 - b) any requirements to provide information to The Charity Commission in a particular form or manner.

19. Keeping of Registers

The SIFD must comply with its obligations under the General Regulations in relation to the keeping of, and provision of access to, registers of its members and charity trustees.

20. Minutes

The charity trustees must keep minutes of all:

- 1) appointments of officers made by the charity trustees;
- 2) proceedings at general meetings of the SIFD;
- 3) meetings of the charity trustees and committees of charity trustees including:
 - the names of the trustees present at the meeting;
 - the decisions made at the meetings; and
 - where appropriate the reasons for the decisions;
- 4) decisions made by the charity trustees otherwise than in meetings.

21. Accounting records, accounts, annual reports and returns, register maintenance

- 1) The charity trustees must comply with the requirements of the Charities Act 2011 with regard to the keeping of accounting records, to the preparation and scrutiny of statements of accounts, and to the preparation of annual reports and returns. The statements of accounts, reports and returns must be sent to The Charity Commission, regardless of the income of the SIFD, within 10 months of the financial year end.
- 2) The charity trustees must comply with their obligation to inform The Charity Commission within 28 days of any change in the particulars of the SIFD entered on the Central Register of Charities.
- 3) Members may inspect the accounts after giving adequate notice of no less than 14 days.
- 4) The income and property of the SIFD shall be used to further the Objects of the SIFD.
- 5) The SIFD may appeal for donations, receive subscriptions and gifts of all kinds and receive such monies in trust as may be offered.
- 6) Expenditure of the SIFD may include expenses of any member and charity trustee, and fees for services rendered by an International Folk Dance instructor, leader, adviser or musician at an event or on a project which promotes Objects of the SIFD.

22. Rules

The charity trustees may from time to time make such reasonable and proper rules or bye laws as they may deem necessary or expedient for the proper conduct and management of the SIFD, but such rules or bye laws must not be inconsistent with any provision of this constitution. Copies of any such rules or bye laws currently in force must be made available to any member of the SIFD on request.

23. Disputes

If a dispute arises between members of the SIFD about the validity or propriety of anything done by the members under this constitution, and the dispute cannot be resolved by agreement, the parties to the dispute must first try in good faith to settle the dispute by mediation before resorting to litigation.

24. Amendment of constitution

As provided by clauses 224-227 of the Charities Act 2011:

- 1) This constitution can only be amended by a resolution passed by a 75% majority of votes cast at an AGM or EGM of the members of the SIFD.
- 2) Any alteration of clause 3 (Objects), clause 25 (Voluntary winding up or dissolution), this clause, or of any provision where the alteration would provide authorisation for any benefit to be obtained by charity trustees or members of the SIFD or persons connected with them, requires the prior written consent of The Charity Commission.
- 3) All amendments must be consistent with the provisions of the Charities Act 2011 and the General Regulations.
- 4) A copy of any resolution altering the constitution, together with a copy of the SIFD's constitution as amended, must be sent to The Charity Commission within 15 days from the date on which the resolution is passed. The amendment does not take effect until it has been recorded in the Register of Charities.

25. Voluntary winding up or dissolution

- 1) As provided by the Dissolution Regulations, the SIFD may be dissolved by resolution of its members. Any decision by the members to wind up or dissolve the SIFD can only be made:
 - a) at an AGM or EGM of the members of the SIFD called in accordance with clause 10 (Meetings of Members), of which not less than 30 days' notice has been given to those eligible to attend and vote:
 - i) by a resolution passed by a 75% majority of those voting, or
 - ii) by a resolution passed by decision taken without a vote and without any expression of dissent in response to the question put to the general meeting; or
 - b) by a resolution agreed in writing by 75% majority of those voting.
- 2) Subject to the payment of all the SIFD's debts:
 - a) Any resolution for the winding up of the SIFD, or for the dissolution of the SIFD without winding up, may contain a provision directing how any remaining assets of the SIFD shall be applied.
 - b) If the resolution does not contain such a provision, the charity trustees must decide how any remaining assets of the SIFD shall be applied.
 - c) In either case the remaining assets must be applied for charitable objects the same as or similar to those of the SIFD.
- 3) The SIFD must observe the requirements of the Dissolution Regulations in applying to The Charity Commission for the SIFD to be removed from the Register of Charities, and in particular:
 - a) the charity trustees must send with their application to The Charity Commission:
 - i) a copy of the resolution passed by the members of the SIFD;
 - ii) a declaration by the charity trustees that any debts and other liabilities of the SIFD have been settled or otherwise provided for in full; and
 - iii) a statement by the charity trustees setting out the way in which any property of the SIFD has been or is to be applied prior to its dissolution in accordance with this constitution;
 - b) the charity trustees must ensure that a copy of the application is sent within seven days to every member and employee of the SIFD, and to any charity trustee of the SIFD who was not privy to the application.
- 4) If the SIFD is to be wound up or dissolved in any other circumstances, the provisions of the Dissolution Regulations must be followed.

26. Interpretation

In this constitution:

"Connected Person" means:

- a) a child, parent, grandchild, grandparent, brother or sister of the charity trustee;
- b) the spouse or civil partner of the charity trustee or of any person falling within sub-clause (a) above;
- c) a person carrying on business in partnership with the charity trustee or with any person falling within subclause (a) or (b) above;
- d) an institution which is controlled –
 - i) by the charity trustee or any connected person falling within sub-clause (a), (b), or (c) above; or
 - ii) by two or more persons falling within sub-clause (d)(i), when taken together
- e) a body corporate in which –
 - i) the charity trustee or any connected person falling within sub-clauses (a) to (c) has a substantial interest; or
 - ii) two or more persons falling within sub-clause (e)(i) who, when taken together, have a substantial interest.

Section 118 of the Charities Act 2011 applies for the purposes of interpreting the terms used in this constitution.

“General Regulations” means the Charitable Incorporated Organisations (General) Regulations 2012.

“Dissolution Regulations” means the Charitable Incorporated Organisations (Insolvency and Dissolution) Regulations 2012.

The **“Communications Provisions”** means the Communications Provisions in Part 9, Chapter 4 of the General Regulations.

“Charity Trustee” means a charity trustee of the SIFD.