

CHARITABLE INCORPORATED ORGANISATION
(FOUNDATION MODEL)
Charities Act 2011

CONSTITUTION OF
CATENIAN ASSOCIATION BENEVOLENT & CHILDREN'S
FUND CIO

Agreed by the Applicants on [date]
Registered charity number: [number]
Registered on [date]

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1 Name

The name of the Charitable Incorporated Organisation ("the CIO") is:
CATENIAN ASSOCIATION BENEVOLENT & CHILDREN'S FUND CIO

2 National location of principal office

- (1) The CIO must have a principal office in England or Wales.
- (2) The principal office of the CIO is in England.
- (3) The principal office shall be at 5 Oak Court, Pilgrims Walk, Prologis Park, Coventry CV6 4QH, or such other place as the charity trustees shall from time to time determine.

3 Objects

The objects of the CIO are:

- (1) relieving need amongst members of the Catenian Association, the dependants of members of the Catenian Association, the dependants of former members of the Catenian Association and the dependants of deceased members of the Catenian Association, who are (in each case) in conditions of need, hardship or distress (the "**Primary Class of Beneficiaries**"), by making grants of money or providing loans, whether secured or unsecured and either without interest or at such rate of interest as the charity trustees may decide, or providing items, services or facilities calculated to reduce the need, hardship or distress of such persons (whether by payment for or towards or reimbursement of all or part of the cost of such items, services or facilities, or otherwise);
- (2) if and to the extent to which the resources of the CIO are not used for the purpose set out in (1), relieving need, hardship or distress among other members of the public, by supporting such Roman Catholic charities as the charity trustees may select, in particular by making grants of money or providing loans, whether secured or unsecured and either without interest or at such rate of interest as the charity trustees may decide; and
- (3) if and to the extent to which the resources of the CIO are not used for the purposes set out in (1) and (2), relieving need, hardship or distress among other members of the public by supporting such other charities as the charity trustees may select, in particular by making grants of money or providing loans, whether secured or unsecured and either without interest or at such rate of interest as the charity trustees may decide.

PROVIDED ALWAYS that

- (a) Such relief may include the assistance of members of the Primary Class of Beneficiaries to pursue or continue a course of education or training which, but for such assistance (and in the case of a dependant in the absence of funding being available from the family or other sources), the recipient could not without hardship or difficulty afford (including payments for or towards fees, expenses, maintenance or travel).
- (b) Such relief may include assistance with the funeral costs of deceased persons who in life were members of the Primary Class of Beneficiaries.
- (c) The expression "dependant " shall include:
 - (i) a wife or former wife or child of a member, former member or deceased member of the Catenian Association (including a foster child or other child treated by the member, former member or deceased member as a child of his family);
 - (ii) any other person who:
 - 1. in the case of a dependant of a member or former member, is at the time of the payment by the CIO dependent for his or her maintenance either wholly or partly upon the member or former member of the Catenian Association; or
 - 2. in the case of a dependant of a deceased member, was prior to his death dependent for his or her maintenance either wholly or partly upon the deceased member of the Catenian Association, and;
 - (iii) any other person, who, at any date considered by the charity trustees (or a committee of them) to be a relevant date, is or was dependent either wholly or partly for their maintenance upon a member, former member or deceased member of the Catenian Association.
- (d) In all cases, the provision of assistance will be at the sole discretion of the charity trustees, who shall require to be satisfied wherever relevant that there are no other adequate sources of funding available.

4 Powers

The CIO has power to do anything which is calculated to further its objects or is conducive or incidental to doing so. In particular, the CIO has power to:

- (1) take over either directly or as trustee the property, rights, privileges and undertaking, and to discharge the liabilities of, the charitable trust known as "Catenian Association Benevolent and Children's Fund" (registered charity number: 214244), and to give such indemnities in connection with the same as may properly and reasonably be required;
- (2) borrow money and to charge the whole or any part of its property as security for the repayment of the money borrowed. The CIO must comply as appropriate with sections 124 and 125 of the Charities Act, if it wishes to mortgage land;
- (3) buy, take on lease or in exchange, hire or otherwise acquire any property and to maintain and equip it for use;
- (4) sell, lease or otherwise dispose of all or any part of the property belonging to the CIO. In exercising this power, the CIO must comply as appropriate with sections 117 and 119 to 123 of the Charities Act;

- (5) employ and remunerate such staff as are necessary for carrying out the work of the CIO. The CIO may employ or remunerate a charity trustee only to the extent that it is permitted to do so by clause 6 (Benefits and payments to charity trustees and connected persons) of this constitution and provided it complies with the conditions of that clause; and
- (6) deposit or invest funds, employ a professional fund-manager, and arrange for the investments or other property of the CIO 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 CIO must be applied solely towards the promotion of the objects.
 - (a) A charity trustee is entitled to be reimbursed from the property of the CIO or may pay out of such property reasonable expenses properly incurred by them when acting on behalf of the CIO.
 - (b) A charity trustee may benefit from trustee indemnity insurance cover purchased at the CIO's expense in accordance with, and subject to the conditions in, section 189 of the Charities Act.
- (2) None of the income or property of the CIO may be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to any member of the CIO.
- (3) Nothing in this clause shall prevent a charity trustee or connected person receiving any benefit or payment which is authorised by clause 6 (Benefits and payments to charity trustees and connected persons) of this constitution.

6 Benefits and payments to charity trustees and connected persons

(1) General provisions

No charity trustee or connected person may:

- (a) buy or receive any goods or services from the CIO on terms preferential to those applicable to members of the public;
- (b) sell goods, services, or any interest in land to the CIO;
- (c) be employed by, or receive any remuneration from, the CIO;
- (d) receive any other financial benefit from the CIO;

unless the payment or benefit is permitted by sub-clause (2) of this clause or authorised by the court or the Charity Commission (“**the Commission**”). In this clause, a “**financial benefit**” means a benefit, direct or indirect, which is either money or has a monetary value.

(2) Scope and powers permitting trustees' or connected persons' benefits

- (a) A charity trustee or connected person may receive a benefit from the CIO as a beneficiary of the CIO 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 and/or goods to the CIO where that is permitted in accordance with, and subject to the conditions in, sections 185 to 188 of the Charities Act.

- (c) A charity trustee or connected person may receive interest on money lent to the CIO at a reasonable and proper rate which must be not more than the Bank of England bank rate (also known as the base rate).
 - (d) A charity trustee or connected person may receive rent for premises let by the trustee or connected person to the CIO. 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 under discussion.
 - (e) A charity trustee or connected person may take part in the normal trading and fundraising activities of the CIO on the same terms as members of the public.
- (3) In sub-clause (2) of this clause:
- (a) **“the CIO”** includes any company in which the CIO:
 - (i) holds more than 50% of the shares; or
 - (ii) controls more than 50% of the voting rights attached to the shares; or
 - (iii) has the right to appoint one or more directors to the board of the company;
 - (b) **“connected person”** includes any person within the definition set out in clause 28 (Interpretation) of this constitution.

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 CIO or in any transaction or arrangement entered into by the CIO which has not previously been declared; and
- (2) absent themselves from any discussions of the charity trustees in which it is possible that a conflict of interest will arise between their duty to act solely in the interests of the CIO and any personal interest (including but not limited to any financial interest).

Any charity trustee absented themselves from any discussions in accordance with this clause must not vote or be counted as part of the quorum in any decision of the charity trustees on the matter.

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

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

9 Charity trustees

(1) Functions and duties of charity trustees

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

- (a) to exercise their powers and to perform their functions in their capacity as a trustee of the CIO in the way they decide in good faith would be most likely to further the purposes of the CIO; and
- (b) to exercise, in the performance of those functions, such care and skill as is reasonable in the circumstances having regard in particular to:
 - (i) any special knowledge or experience that they have or hold themselves out as having; and,

- (ii) if they act as a charity trustee of the CIO in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

(2) Eligibility for trusteeship

- (a) Every charity trustee must be a natural person.
- (b) Every charity trustee must have a current or past connection with the Catenian Association, either as a current or former member, a dependant of a current or former member, or a dependant of a deceased member.
- (c) No individual may be appointed as a charity trustee of the CIO:
 - (i) if they are under the age of 18 years; or
 - (ii) if they would automatically cease to hold office under the provisions of clause 12(1)(f) of this constitution.
- (d) No one is entitled to act as a charity trustee whether on appointment or on any re-appointment until they have expressly acknowledged, in whatever way the charity trustees decide, their acceptance of the office of charity trustee.

(3) Number of charity trustees

- (a) There must be at least six charity trustees and at all times the majority of the charity trustees must be current members of the Catenian Association. If the number falls below this minimum, or does not meet these criteria, the remaining trustee or trustees may act only to call a meeting of the charity trustees, or appoint a new charity trustee.
- (b) The maximum number of charity trustees is twelve.

(4) First charity trustees

The first charity trustees are as follows, and are appointed until the end of the next trustees' meeting which takes place after the month and year written next to their name:

- (a) PETER DEVINE until July 2028;
- (b) DAVID CAWDERY until July 2027;
- (c) MARK ALLANSON until July 2029;
- (d) DAVID BRINKLEY until July 2026;
- (e) JOHN COLLIGAN until July 2029;
- (f) DENIS MURPHY until July 2026;
- (g) JOHN HOGAN until July 2025;
- (h) KEVIN RAFFERTY until July 2025; and.
- (i) JEAN HARKIN until January 2029.

10 Appointment of charity trustees

- (1) Apart from the first charity trustees, every charity trustee must be appointed for a term of five years by a resolution passed at a properly convened meeting of the charity trustees.
- (2) In selecting individuals for appointment as charity trustees, the charity trustees must have regard to the skills, knowledge and experience needed for the effective administration of the CIO.
- (3) Charity trustees of the CIO shall be appointed by the charity trustees acting in their sole discretion. In selecting individuals for appointment as charity trustees, the charity trustees must consult the Central Council of the Catenian Association and consider its views on the suitability of individuals for appointment.

11 Information for new charity trustees

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

- (1) a copy of the current version of this constitution; and
- (2) a copy of the CIO's latest Trustees' Annual Report and statement of accounts.

12 Retirement and removal of charity trustees

- (1) A charity trustee ceases to hold office if they:
 - (a) retire by notifying the CIO 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 12 months and the trustees resolve that their office be vacated;
 - (c) attend all meetings of the charity trustees held within a 12 month period by electronic means and the trustees resolve that their office be vacated;
 - (d) dies;
 - (e) in the written opinion, given to the CIO, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a charity trustee and may remain so for more than three months; or
 - (f) is disqualified from acting as a charity trustee by virtue of sections 178 to 180 of the Charities Act.
- (2) Any person retiring as a charity trustee is eligible for reappointment.

13 Taking of decisions by charity trustees

Any decision may be taken either:

- (1) at a meeting of the charity trustees; or
- (2) by resolution in writing or electronic form agreed by a majority of all of the charity trustees, which may comprise either a single document or several documents containing the text of the resolution in like form to which the majority of all of the charity trustees has signified their agreement. Such a resolution shall be effective provided that
 - (a) a copy of the proposed resolution has been sent, at or as near as reasonably practicable to the same time, to all of the charity trustees; and

- (b) the majority of all of the charity trustees has signified agreement to the resolution in a document or documents which has or have been authenticated by their signature, by a statement of their identity accompanying the document or documents, or in such other manner as the charity trustees have previously resolved, and delivered to the CIO at its principal office or such other place as the trustees may resolve within 28 days of the circulation date.

14 Delegation by charity trustees

- (1) Subject to sub-clause (2), the charity trustees may delegate any of their powers or functions to a committee or committees and, if they do, they shall 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) Subject to sub-clause (3), the charity trustees' power to delegate their powers or functions to a committee or committees shall not extend to any decision of the charity trustees as to the appropriation of benefits of the CIO.
- (3) The charity trustees may delegate limited powers or functions to appropriate benefits of the CIO to an emergency committee (consisting only of charity trustees) for dealing with urgent applications for assistance (the "**Emergency Committee**"). The Emergency Committee shall report all decisions made by it to the charity trustees at their next meeting.
- (4) This power of delegation 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, but a majority of the members of each committee must be charity trustees;
 - (b) no decision of a committee shall be effective unless the votes of the charity trustees serving on the committee and voting in favour of such a decision exceeds the number of votes of the charity trustees so serving and voting against a decision;
 - (c) 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
 - (d) the charity trustees shall from time to time review the arrangements which they have made for the delegation of their powers.

15 Meetings of charity trustees

(1) Calling meetings

- (a) Any charity trustee may call a meeting of the charity trustees.
- (b) At least two meetings of the charity trustees must be held in each year.
- (c) Subject to (a) and (b), the charity trustees shall decide how their meetings are to be called, and what notice is required.

(2) Chairing of meetings

- (a) The charity trustees may appoint one of their number to chair their meetings and may determine the length of term for which they will serve in that office, although that term may be renewed or extended.
- (b) 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.

- (c) The charity trustees may terminate the appointment of a chair at any time.

(3) Procedure at meetings

- (a) No decision shall be taken at a meeting unless a quorum is present at the time when the decision is taken. The quorum is four charity trustees, or such larger number as the charity trustees may decide from time to time. A charity trustee shall not be counted in the quorum present when any decision is made about a matter upon which they are not entitled to vote.
- (b) Questions arising at a meeting shall be decided by a majority of those eligible to vote.
- (c) In the case of an equality of votes, the person who chairs the meeting shall have a second or 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.

16 Membership of the CIO

- (1) The members of the CIO shall be its charity trustees for the time being. The only persons eligible to be members of the CIO are its charity trustees. Membership of the CIO cannot be transferred to anyone else.
- (2) Any member and charity trustee who ceases to be a charity trustee automatically ceases to be a member of the CIO.

17 Decisions which must be made by the members of the CIO

- (1) Any decision to:
 - (a) amend the constitution of the CIO;
 - (b) amalgamate the CIO with, or transfer its undertaking to, one or more other CIOs, in accordance with the Charities Act; or
 - (c) wind up or dissolve the CIO (including transferring its business to any other charity)

must be made by a resolution of the members of the CIO (rather than a resolution of the charity trustees).

- (2) Decisions of the members may be made either:
 - (a) by resolution at a general meeting; or
 - (b) by resolution in writing, in accordance with sub-clause (4) of this clause.
- (3) Any decision specified in sub-clause (1) of this clause must be made in accordance with the provisions of clause 26 (Amendment of constitution) or clause 27 (Voluntary winding up or dissolution) of this constitution, or the provisions of the Charities Act, the General Regulations or the Dissolution Regulations as applicable. Those provisions

require the resolution to be agreed by a 75% majority of those members voting at a general meeting, or agreed by all members in writing.

- (4) Except where a resolution in writing must be agreed by all the members, such a resolution may be agreed by a simple majority of all the members who are entitled to vote on it. Such a resolution shall be effective provided that:
- (a) a copy of the proposed resolution has been sent to all the members eligible to vote; and
 - (b) the required majority of members has signified its agreement to the resolution in a document or documents which are received at the principal office within the period of 28 days beginning with the circulation date. The document signifying a member's agreement must be authenticated by their signature, by a statement of their identity accompanying the document, or in such other manner as the CIO has specified.

The resolution in writing may comprise several copies to which one or more members has signified their agreement. Eligibility to vote on the resolution is limited to members who are members of the CIO on the date when the first proposal is first circulated.

18 General meetings of members

(1) Calling of general meetings of members

The charity trustees may designate any of their meetings as a general meeting of the members of the CIO. The purpose of such a meeting is to discharge any business which must by law be discharged by a resolution of the members of the CIO as specified in clause 17 (Decisions which must be made by the members of the CIO) of this constitution.

(2) Notice of general meetings of members

- (a) The minimum period of notice required to hold a general meeting of the members of the CIO is 14 days.
- (b) Except where a specified period of notice is strictly required by another clause in this constitution, by the Charities Act or by the General Regulations, a general meeting may be called by shorter notice if it is so agreed by a majority of the members of the CIO.
- (c) Proof that an envelope containing a notice was properly addressed, prepaid and posted; or that an electronic form of notice was properly addressed and sent, shall be conclusive evidence that the notice was given. Notice shall be deemed to be given 48 hours after it was posted or sent.

(3) Procedure at general meetings of members

The provisions in clauses 15(2) to 15(4) of this constitution governing the chairing of meetings, procedure at meetings and participation in meetings by electronic means apply to any general meeting of the members, with all references to trustees to be taken as references to members.

19 Saving provisions

- (1) Subject to sub-clause (2) of this clause, all decisions of the charity trustees, or of a committee of charity trustees, shall be valid notwithstanding the participation in any vote of a charity trustee:
- (a) who was disqualified from holding office;

- (b) who had previously retired or who had been obliged by the constitution to vacate office;
- (c) who was not entitled to vote on the matter, whether by reason of a conflict of interest or otherwise;
- (d) for whom there is a technical defect in their appointment as a charity trustee of which the charity trustees were unaware at the time;

if, without the vote of that charity trustee and that charity trustee being counted in the quorum, the decision has been made by a majority of the charity trustees at a quorate meeting.

- (2) Sub-clause (1) of this clause does not permit a charity trustee to keep any benefit that may be conferred upon themselves by a resolution of the charity trustees or of a committee of charity trustees if, but for sub-clause (1) of this clause, the resolution would have been void, or if the charity trustee has not complied with clause 7 (Conflicts of interest and conflicts of loyalty) of this constitution.

20 Use of electronic communications

(1) General

The CIO 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 Commission in a particular form or manner.

(2) To the CIO

Any member or charity trustee of the CIO may communicate electronically with the CIO to an address specified by the CIO for the purpose, so long as the communication is authenticated in a manner which is satisfactory to the CIO.

(3) By the CIO

- (a) Any member or charity trustee of the CIO, by providing the CIO with their email address or similar, is taken to have agreed to receive communications from the CIO in electronic form at that address, unless the member has indicated to the CIO their unwillingness to receive such communications in that form.
- (b) The charity trustees may, subject to compliance with any legal requirements, by means of publication on its website:
 - (i) provide the members with the notice referred to in clause 18(2) (Notice of general meetings) of this constitution;
 - (ii) give charity trustees notice of their meetings in accordance with clause 15(1) (Calling meetings) of this constitution; and
 - (iii) submit any proposal to the members or charity trustees for decision by written resolution or postal vote in accordance with the CIO's powers under clause 17 (Decisions which must be made by the members of the CIO) of this constitution.
- (c) The charity trustees must -

- (i) take reasonable steps to ensure that members and charity trustees are promptly notified of the publication of any such notice or proposal; and
- (ii) send any such notice or proposal in hard copy form to any member or charity trustee who has not consented to receive communications in electronic form.

21 Keeping of Registers

The CIO must comply with its obligations under the General Regulations in relation to the keeping of, and provision of access to, a (combined) register of its members and charity trustees.

22 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 CIO;
- (3) meetings of the charity trustees and committees of charity trustees including:
 - (a) the names of the trustees present at the meeting;
 - (b) the decisions made at the meetings; and
 - (c) where appropriate the reasons for the decisions;
- (4) decisions made by the charity trustees otherwise than in meetings.

23 Accounting records, accounts, annual reports and returns, register maintenance

- (1) The charity trustees must comply with the requirements of the Charities Act with regard to the keeping of accounting records, to the preparation and scrutiny of statements of account, and to the preparation of annual reports and returns. The statements of account, reports and returns must be sent to the Commission, regardless of the income of the CIO, within 10 months of the financial year end.
- (2) The charity trustees must comply with their obligation to inform the Commission within 28 days of any change in the particulars of the CIO entered on the Central Register of Charities.

24 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 CIO, 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 CIO on request.

25 Disputes

If a dispute arises between members of the CIO 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.

26 Amendment of constitution

As provided by sections 224 to 227 of the Charities Act:

- (1) This constitution can only be amended:

- (a) by resolution agreed in writing by all members of the CIO; or
 - (b) by a resolution passed by a 75% majority of those voting at a general meeting of the members of the CIO called in accordance with clause 18 (General meetings of members) of this constitution.
- (2) Any alteration of the CIO's objects, of any provision of the CIO's constitution directing the application of property on its dissolution or any provision of the CIO's constitution where the alteration would provide authorisation for any benefit to be obtained by charity trustees or members of the CIO or persons connected with them, requires the prior written consent of the Commission.
- (3) No amendment that is inconsistent with the provisions of the Charities Act or the General Regulations shall be valid.
- (4) A copy of every resolution amending the constitution, together with a copy of the CIO's constitution as amended must be sent to the Commission by the end of the period of 15 days beginning with the date of passing of the resolution.

27 Voluntary winding up or dissolution

- (1) As provided by the Dissolution Regulations, the CIO may be dissolved by resolution of its members. Any decision by the members to wind up or dissolve the CIO can only be made:
- (a) at a general meeting of the members of the CIO called in accordance with clause 18 (General meetings of members) of this constitution, of which not less than 14 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 all members of the CIO.
- (2) Subject to the payment of all the CIO's debts:
- (a) Any resolution for the winding up of the CIO, or for the dissolution of the CIO without winding up, may contain a provision directing how any remaining assets of the CIO shall be applied.
 - (b) If the resolution does not contain such a provision, the charity trustees must decide how any remaining assets of the CIO shall be applied.
 - (c) In either case the remaining assets must be applied for charitable purposes the same as or similar to those of the CIO.
- (3) The CIO must observe the requirements of the Dissolution Regulations in applying to the Commission for the CIO to be removed from the Register of Charities, and in particular:
- (a) the charity trustees must send with their application to the Commission:
 - (i) a copy of the resolution passed by the members of the CIO;
 - (ii) a declaration by the charity trustees that any debts and other liabilities of the CIO 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 CIO 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 CIO, and to any charity trustee of the CIO who was not privy to the application.
- (4) If the CIO is to be wound up or dissolved in any other circumstances, the provisions of the Dissolution Regulations must be followed.

28 Interpretation

In this constitution:

“Catenian Association”	the unincorporated association known as the Catenian Association.
“Central Council”	the Central Council of the Catenian Association or its successor body or bodies.
“Charities Act”	means the Charities Act 2011, or any statutory re-enactment or modification of that provision.
“charity trustee”	means a charity trustee of the CIO.
“Communications Provisions”	means the Communications Provisions in Part 9 of the General Regulations.
“connected person”	means: <ul style="list-style-type: none"> (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 sub-clause (a) or (b) above; (d) an institution which is controlled: <ul style="list-style-type: none"> (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: <ul style="list-style-type: none"> (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 applies for the purposes of interpreting the terms used in this constitution.

“Dissolution Regulations”

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

“General Regulations”

means the Charitable Incorporated Organisations (General) Regulations 2012.