

FreeBar governing document

Introduction and aims

1. FreeBar is a charitable organisation that aims to foster inclusion and support for LGBT+ people who work at and for the Bar.
2. FreeBar's charitable purposes are the promotion of equality and diversity for the public benefit by:
 - (1) the elimination of discrimination on grounds of sexual orientation or gender identity;
 - (2) advancing education and raising awareness of equality and diversity;
 - (3) promoting activities to foster understanding between people of different sexual orientations and gender identities; and
 - (4) cultivating a sentiment in favour of equality and diversity;among current and prospective barristers and people who work alongside them.
3. FreeBar aims to achieve these purposes through (among other means):
 - (1) Connecting LGBT+ people and allies and providing a forum of mutual support.
 - (2) Raising awareness of LGBT+ equality and diversity issues specific to the Bar.
 - (3) Sharing best practices on workplace inclusion.

Governing principles

4. This **governing document** sets out the basic structure for FreeBar. It is intended to promote the widest possible participation among those who support FreeBar's purposes.
5. FreeBar is managed through meetings, which are open to anyone who supports FreeBar's purposes. Decisions are made by those who attend the meetings.

6. With the exception of the **treasurers'** and **trustees'** particular responsibility for ensuring that FreeBar spends its money exclusively for its charitable purposes, no-one has a greater voice or vote than any other meeting attendee.
7. In order to carry out FreeBar's purposes, the **trustees** and the **treasurers** have the power to:
 - (1) Raise funds, receive grants and donations.
 - (2) Apply funds to carry out FreeBar's work.
 - (3) Co-operate with and support other charities with similar purposes.
 - (4) Do anything which is lawful and necessary to achieve the purposes.
8. The **trustees** and the **treasurers** will only exercise these powers to give effect to decisions of Freebar taken in accordance with this **governing document**.

Meetings

9. Meetings of FreeBar shall take place regularly, at intervals of about six weeks. At the end of each meeting, the date for the next meeting shall be decided and an attendee shall be allocated responsibility for circulating an agenda in advance of that next meeting (the **convenor**).
10. Anyone may propose an item to be placed on the agenda for the next meeting by emailing the convenor, giving as much advance notice as possible.
11. About a week before the meeting, the convenor will circulate the agenda to the **organisers' list**.
12. At the start of each meeting, a **facilitator** will be allocated responsibility for chairing the meeting and ensure that the agenda items are covered.
13. The **convenor** is responsible for taking minutes of the meeting, including all decisions taken at the meeting, the date of the next meeting and the identity of the convenor for the next meeting. The minutes will be circulated to the **organisers' list** within a week of the meeting.

Decisions

14. Decisions will be taken at meetings by those who are in attendance (in person or remotely by telephone).
15. Anyone with an actual or potential conflict of interest relating to a topic for decision should declare it to the meeting and (if there is a vote) abstain from voting.
16. Decisions will normally be made by consensus. Any attendee may request that a vote be taken, in which case the vote will be by a simple show of hands and a decision will be deemed taken where a simple majority of the votes is in favour of the decision. There will be no casting vote.
17. In urgent circumstances, a meeting can take place by circulating a proposal to the **organisers' list** and treating the responses as if they had been provided at a physical meeting.
18. Decisions to spend FreeBar's money can only be made if a **trustee** or **treasurer** is present at the meeting and agrees that the money is being used for FreeBar's charitable purposes. Any of the **trustees** or **treasurers** may veto a decision to spend money if they consider that the money is not being used for FreeBar's charitable purposes.
19. This **governing document** can be changed by a decision made in a meeting. Any changes should be recorded in the document history appended to this **governing document**.

Structural elements

20. For the purposes of its accounts, FreeBar's year runs from 1 October to 30 September.
21. FreeBar has two databases:
 - (1) The **all contacts list**. This is the list for everyone interested in FreeBar. It is used for event announcements, newsletters, and similar communications.
 - (2) The **organisers' list**. This is the list used for communicating information about meetings.

22. Anyone can be added to either list by request. Anyone can be removed from either list by a decision at a meeting. Before a person is removed, they must be given reasonable notice and the opportunity to be heard.
23. FreeBar has a website at [*domain name*] and a Twitter account @FreeBarLGBT. The persons entrusted with management of the website and Twitter account shall be determined from time to time at meetings. Decisions will also be made at meetings as to the content to be published.
24. FreeBar has a bank account at [*bankers*].
25. FreeBar's Annual Report (prepared by the **trustees**) and Annual Accounts (prepared by the **treasurers**) are published on the website by 1 April the following year. Before they are published they must be approved in a meeting.

Roles

26. There shall be **trustees**. The **trustees** are responsible for ensuring that FreeBar complies with its obligations as a charity and with this **governing document**.
 - (1) The **trustees** prepare an Annual Report each year, explaining FreeBar's aims and how it is achieving them.
 - (2) The **trustees** are the "responsible persons" to be registered with HMRC as legally accountable for FreeBar.
 - (3) The **trustees** are responsible for keeping the "fit and proper persons" declarations of FreeBar's **trustees** and **treasurers** for their time as **role holders** and for four years after they step down.
 - (4) The **trustees** are responsible for maintaining an up-to-date knowledge of FreeBar's obligations as a charity and ensuring that any necessary changes to its practices or this **governing document** are raised at a meeting as soon as possible.
27. There shall be two **treasurers**. The **treasurers** are responsible for FreeBar's money.
 - (1) The **treasurers** are the signatories on FreeBar's bank account.

- (2) The **treasurers** are the “authorised officials” who are registered with HMRC to manage FreeBar’s tax affairs.
 - (3) The **treasurers** are responsible for claiming Gift Aid on eligible donations to FreeBar. They are responsible for complying with the requirements and collecting and retaining the necessary documentation.
 - (4) The **treasurers** are responsible for determining each year whether FreeBar has to file a tax return and, if so, filing it.
 - (5) If the **treasurers** believe that FreeBar is close to having an income of over £5,000 in a particular year (which would require FreeBar to register with the Charity Commission), they should raise this at a meeting as soon as possible.
28. The **trustees** and **treasurers** are collectively responsible for ensuring that at least one of them is present at any meeting where a possible decision to spend FreeBar’s money is on the agenda.
 29. The **trustees** and **treasurers** must be fit and proper persons to hold those roles.
 30. Subject to the requirements set out above, the identity of the **trustees** and **treasurers** shall be determined from time to time at meetings.

Money and property

31. Money and property must only be used for FreeBar’s purposes. It must not be paid or transferred to meeting attendees, except to refund reasonable out of pocket expenses that have been approved at a meeting.
32. Money must be held in FreeBar’s bank account.
33. If FreeBar is wound up, any money or property remaining after payment of debts must be given to a charity with similar purposes.

Document history

1. Initial version adopted as FreeBar's governing document at a meeting on 5 December 2016 at One Essex Court, Temple, by the following meeting attendees: Cameron Stocks, S Chelvan, Conall Patton, Alex Southern, Joyce Arnold, Paul Ozin QC, and Natalie Hearn.
2. First amendment agreed at a FreeBar meeting on 27 February 2017, amending paragraph 26 to delete the word 'two' in the first sentence