



FND CONNECT CONSTITUTION

Full Article Text - Final Adopted Version

Unincorporated Non-Profit Organisation

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Organisation Address	133 Fable Lane, Kingswood, Hull, HU7 3PT
Founding Committee	Matthew Gerdes-Hansen - Chair Emma Wilder - Secretary

This document is the governing constitution of FND Connect and sets out the organisation's objects, powers, governance structure, financial rules, voluntary asset lock, compliance obligations and future incorporation provisions.

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Important status note

FND Connect is currently an unincorporated non-profit organisation. This Constitution creates internal governance rules and a voluntary asset lock for the Organisation. It is drafted to support current operation and future transition into a Community Interest Company, Charitable Incorporated Organisation or other suitable non-profit structure.

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PART I - CONSTITUTIONAL FRAMEWORK

Article 1 - Name

- 1.1 The name of the Organisation shall be FND Connect.
- 1.2 The Organisation may also operate under trading names, project names, campaign names, digital platform names, support group names or service names approved by the Management Committee.
- 1.3 Such approved names may include, without limitation, FND Connect, SeizeControl, FND Connect UK Support Network and any future initiative approved by the Management Committee.
- 1.4 Use of any approved name shall not create a separate legal or governing body unless the Management Committee expressly resolves otherwise in accordance with this Constitution.
- 1.5 All activities carried out under an approved name shall remain subject to this Constitution and the governance authority of FND Connect.

Article 2 - Status

- 2.1 FND Connect is an unincorporated non-profit organisation established for public benefit.
- 2.2 The Organisation is not established for private profit and shall not distribute profits, surpluses or assets to founders, Committee Members, volunteers, supporters or Connected Persons except as expressly permitted by this Constitution.
- 2.3 The Organisation shall operate in accordance with this Constitution, its adopted policies and applicable law.
- 2.4 The Organisation may in future transition into an incorporated structure, including a Community Interest Company, Charitable Incorporated Organisation, registered charity or other suitable non-profit body, in accordance with Article 33.
- 2.5 Until incorporation, the Management Committee shall be responsible for the proper governance, administration and stewardship of the Organisation.

Article 3 - Definitions

- 3.1 In this Constitution, the following terms have the meanings set out below unless the context requires otherwise.
- 3.2 Organisation means FND Connect.
- 3.3 Constitution means this governing constitution as amended from time to time.
- 3.4 Management Committee or Committee means the group of individuals appointed to govern and manage the Organisation.
- 3.5 Committee Member means any person formally appointed to the Management Committee.
- 3.6 Chair means the Committee Member appointed to chair the Management Committee.
- 3.7 Secretary means the Committee Member or officer responsible for records, minutes and administrative governance functions.
- 3.8 Officer means a person appointed by the Management Committee to carry out a particular role or responsibility.
- 3.9 Volunteer means any person who provides time, support or services to the Organisation without employment status.
- 3.10 Beneficiary means any person or group intended to benefit from the Objects of the Organisation.
- 3.11 Connected Person means a spouse, civil partner, cohabiting partner, child, parent, sibling, business partner, organisation controlled by a Committee Member, or any other person whose relationship with a Committee Member could reasonably give rise to a conflict of interest.
- 3.12 Objects means the purposes of the Organisation set out in Article 5.
- 3.13 Public Benefit means activities intended to improve wellbeing, knowledge, access to support, independence, inclusion, safety, dignity or opportunities for individuals affected by Functional Neurological Disorder and related

matters.

3.14 Reserved Matter means a matter requiring unanimous approval under Article 16 or elsewhere in this Constitution.

Article 4 - Interpretation

4.1 This Constitution shall be interpreted in a manner that advances the Objects, protects organisational assets, promotes Public Benefit and supports transparent governance.

4.2 Where any ambiguity arises, the interpretation most consistent with the Objects, the voluntary asset lock and responsible stewardship shall prevail.

4.3 Headings are included for convenience only and shall not affect interpretation.

4.4 References to legislation include any amendment, re-enactment or replacement of that legislation.

4.5 Words importing the singular include the plural and vice versa where the context permits.

4.6 The Management Committee may adopt policies and procedures to give practical effect to this Constitution, provided those policies and procedures remain consistent with it.

Article 5 - Objects

5.1 The Objects of the Organisation are to support people affected by Functional Neurological Disorder and related issues for Public Benefit.

5.2 The Organisation shall provide support, guidance, information and practical assistance to individuals affected by Functional Neurological Disorder.

5.3 The Organisation shall support families, carers, friends and others affected by the impact of Functional Neurological Disorder.

5.4 The Organisation shall advance education and understanding of Functional Neurological Disorder through resources, training, publications, campaigns and information services.

5.5 The Organisation shall increase public awareness of Functional Neurological Disorder and related neurological, disability, healthcare and social issues.

5.6 The Organisation shall create, maintain and develop peer support communities both online and offline.

5.7 The Organisation shall improve awareness of, and access to, healthcare, welfare, social care, community support and other relevant services.

5.8 The Organisation may develop programmes to provide mobility aids, adaptive equipment and practical support to individuals affected by disability, reduced mobility or long-term illness.

5.9 The Organisation may support, encourage, facilitate or collaborate in research relating to Functional Neurological Disorder and associated conditions.

5.10 The Organisation may work with clinicians, researchers, healthcare organisations, community organisations, public bodies and other stakeholders.

5.11 The Organisation may undertake any lawful activity which advances the wellbeing, dignity, safety, inclusion, independence or knowledge of people affected by Functional Neurological Disorder.

Article 6 - Values

6.1 The Organisation shall be guided by the values set out in this Article.

6.2 Compassion: the Organisation shall seek to support people with empathy, dignity and respect.

6.3 Integrity: the Organisation shall seek to act honestly, ethically, transparently and responsibly.

6.4 Inclusion: the Organisation shall welcome and support people affected by Functional Neurological Disorder regardless of background, identity or circumstance.

6.5 Collaboration: the Organisation shall seek constructive relationships with patients, carers, clinicians, researchers, volunteers, funders and partners.

6.6 Empowerment: the Organisation shall seek to help people regain confidence, independence, understanding and control.

6.7 Evidence-Informed Practice: the Organisation shall seek to promote accurate, responsible and evidence-informed information.

6.8 These values shall guide interpretation of policies, conduct expectations and strategic decisions.

Article 7 - Powers

7.1 The Organisation may do anything lawful that is necessary or desirable to further the Objects.

7.2 Without limitation, the Organisation may raise funds, receive donations, apply for grants and accept sponsorship.

7.3 The Organisation may organise events, conferences, campaigns, training sessions, awareness activities and fundraising initiatives.

7.4 The Organisation may publish educational materials, guides, videos, podcasts, digital resources and other information.

7.5 The Organisation may establish and operate websites, forums, social media groups, online communities, software platforms, mobile applications and digital services.

7.6 The Organisation may operate, maintain and develop the SeizeControl platform and any successor, replacement or future service developed by or for the Organisation.

7.7 The Organisation may employ staff when appropriate and may engage contractors, consultants, freelancers and professional advisers.

7.8 The Organisation may recruit, train, supervise and manage volunteers.

7.9 The Organisation may establish advisory boards, clinical panels, research groups, patient advisory groups, working groups and volunteer teams.

7.10 The Organisation may acquire, create, licence, protect, commercialise or otherwise manage intellectual property for the advancement of its Objects.

7.11 The Organisation may purchase, lease, maintain, store, lend and manage equipment, including mobility aids and adaptive equipment.

7.12 The Organisation may lease premises and enter into contracts where doing so supports the Objects.

7.13 The Organisation may operate e-commerce, merchandise, paid training, subscriptions, digital products, conferences, sponsorship arrangements and other lawful trading activities, provided all surpluses are reinvested into the Objects.

7.14 The Organisation may borrow money only with unanimous approval of the Management Committee.

7.15 The Organisation may do all other lawful things incidental or conducive to achieving the Objects.

Article 8 - Public Benefit

8.1 All activities of the Organisation shall be carried out for Public Benefit.

8.2 Public Benefit shall take precedence over personal, commercial or private interests.

8.3 The Management Committee shall have regard to Public Benefit when making decisions under this Constitution.

8.4 The Organisation shall seek to maximise positive impact for people affected by Functional Neurological Disorder and their support networks.

8.5 No activity shall be undertaken primarily for private benefit, although incidental private benefit may arise where it is necessary, reasonable and proportionate to the advancement of the Objects.

PART II - GOVERNANCE

Article 9 - Governance Structure

- 9.1 The Organisation shall be governed by a Management Committee.
- 9.2 The Management Committee shall be responsible for governance, strategic direction, financial oversight, safeguarding compliance, legal compliance, management of organisational assets and protection of the Organisation's reputation.
- 9.3 The Management Committee shall act collectively in the best interests of the Organisation and its beneficiaries.
- 9.4 No Committee Member shall exercise authority beyond that granted by this Constitution, an adopted policy or a properly authorised Committee decision.
- 9.5 The Organisation shall not have voting members.
- 9.6 Supporters, donors, volunteers, beneficiaries, participants and social media members shall not automatically acquire governance rights.
- 9.7 A future voting membership structure may be introduced only through constitutional amendment.

Article 10 - Management Committee

- 10.1 The Organisation shall maintain a Management Committee consisting of not fewer than two and not more than twelve Committee Members.
- 10.2 The founding Committee Members are Matthew Gerdes-Hansen as Chair and Emma Wilder as Secretary.
- 10.3 The Committee may appoint additional Committee Members where it considers such appointments beneficial to the Organisation.
- 10.4 Appointments shall be based upon skills, experience, knowledge, commitment to the Objects, suitability for governance and ability to contribute positively.
- 10.5 Committee Members shall owe a duty to act honestly, reasonably, responsibly and in good faith.
- 10.6 Committee Members shall not use their position for personal gain.
- 10.7 Committee Members shall attend at least fifty per cent of Committee meetings within any rolling twelve-month period unless exceptional circumstances apply.
- 10.8 Exceptional circumstances may include illness, disability, caring responsibilities, bereavement or other circumstances accepted by the Committee.
- 10.9 Persistent failure to meet attendance requirements may constitute grounds for removal under Article 12.

Article 11 - Officers

- 11.1 The Committee may appoint any officers it considers necessary to provide the best support for the Organisation.
- 11.2 Officers may include a Chair, Secretary, Treasurer, Safeguarding Lead, Volunteer Coordinator, Clinical Liaison Officer or any other role considered necessary.
- 11.3 One individual may hold more than one office where approved by the Committee.
- 11.4 The Committee may create, amend or remove officer positions as organisational needs change.
- 11.5 Officers shall report to the Management Committee and shall act within any authority delegated to them.

Article 12 - Appointment, Resignation and Removal

- 12.1 New Committee Members may be appointed only by unanimous approval of the Committee.
- 12.2 Before appointment, the Committee shall satisfy itself that the candidate supports the Objects, is suitable for governance responsibilities and understands the duties of Committee Members.
- 12.3 A Committee Member may resign by providing written notice to the Secretary or, where the Secretary is resigning, to the Chair.
- 12.4 Resignation shall take effect on receipt unless a later date is specified.

12.5 A Committee Member may be removed by unanimous decision of all remaining Committee Members where serious misconduct has occurred, conflicts of interest cannot be managed, behaviour damages the Organisation, persistent non-participation occurs, or legal or safeguarding concerns arise.

12.6 The affected individual shall be given a reasonable opportunity to present their position before removal unless urgent safeguarding, legal or operational risk makes this impracticable.

12.7 Where the number of Committee Members falls below two due to resignation, illness, incapacity or other cause, the remaining Committee Member may continue temporarily and shall use reasonable efforts to appoint one or more replacements within six months.

12.8 During any such temporary period, the remaining Committee Member shall avoid non-essential Reserved Matters except where necessary to preserve the Organisation or comply with law.

Article 13 - Term of Office

13.1 Committee Members shall serve a term of three years.

13.2 Committee Members may be reappointed for further terms without limit.

13.3 Reappointment shall be considered having regard to attendance, contribution, conduct, skills and organisational needs.

13.4 Terms may be extended temporarily where necessary to ensure continuity of governance.

Article 14 - Committee Meetings

14.1 The Committee shall hold at least four meetings each calendar year.

14.2 Meetings may be held in person, by telephone, by video conference or through secure electronic means approved by the Committee.

14.3 Reasonable notice shall be given for meetings.

14.4 Emergency meetings may be convened where urgent matters arise.

14.5 Accurate minutes shall be recorded and retained as organisational records.

14.6 Minutes shall include attendees, apologies, declarations of interest, key decisions, actions and voting outcomes where appropriate.

14.7 The Committee may make decisions by written resolution or electronic agreement where all Committee Members are given a reasonable opportunity to participate.

14.8 Decisions taken outside a meeting shall be recorded and reported at the next Committee meeting.

Article 15 - Quorum, Voting and Deadlock

15.1 The quorum for Committee meetings shall be two Committee Members.

15.2 No formal decision may be taken without a quorum except as permitted under Article 12.7 or Article 31.

15.3 Each Committee Member shall have one vote.

15.4 Decisions shall normally be determined by simple majority.

15.5 Where votes are tied, the Chair shall have a casting vote.

15.6 Where a matter requiring unanimous approval cannot be resolved, the matter shall be deferred for thirty days.

15.7 During the deferral period additional information may be obtained and further discussion may occur.

15.8 If the matter remains unresolved following reconsideration, the proposal shall fail.

Article 16 - Reserved Matters

16.1 The following matters require unanimous approval of the Committee.

16.2 Borrowing money.

- 16.3 Constitutional amendments.
- 16.4 Appointment of Committee Members.
- 16.5 Transfer, disposal or assignment of assets exceeding five hundred pounds in value.
- 16.6 Dissolution of the Organisation.
- 16.7 Transfer of operations, assets or activities to a Community Interest Company, Charitable Incorporated Organisation, registered charity or other incorporated body.
- 16.8 Disposal, assignment or licensing of intellectual property considered material to the Organisation.
- 16.9 Acquisition of significant liabilities.
- 16.10 Entry into long-term contractual commitments exceeding twelve months.
- 16.11 Any other matter which the Committee determines should require unanimous approval.

PART III - FINANCIAL GOVERNANCE

Article 17 - Financial Principles

- 17.1 The assets, income and resources of the Organisation shall be applied solely towards advancement of the Objects.
- 17.2 No part of the Organisation's income shall be distributed for private benefit except where expressly permitted by this Constitution.
- 17.3 The Committee shall act as steward of organisational resources and shall manage them responsibly, transparently and in the interests of beneficiaries.
- 17.4 Financial decisions shall prioritise Public Benefit, organisational sustainability, prudent risk management and responsible stewardship of donor funds.
- 17.5 The Committee shall ensure adequate financial systems and controls are maintained.
- 17.6 No individual Committee Member, officer, volunteer or representative may commit the Organisation to expenditure, liabilities or contractual obligations exceeding one thousand pounds without prior Committee approval, except where emergency powers apply.

Article 18 - Income and Fundraising

- 18.1 The Organisation may receive income from donations, grants, sponsorship, future memberships, merchandise, training, conferences, events, digital services, subscriptions, software platforms, licensing arrangements, fundraising campaigns, legacy gifts and other lawful sources.
- 18.2 Fundraising shall be conducted ethically and transparently.
- 18.3 The Organisation shall not knowingly accept funding that would materially compromise its independence, integrity, reputation or Objects.
- 18.4 The Committee may decline donations, grants, sponsorship or funding where acceptance would not be in the best interests of the Organisation.
- 18.5 Fundraising materials shall accurately describe the Organisation's status, purposes and intended use of funds.

Article 19 - Banking and Financial Control

- 19.1 Organisational funds shall be held separately from personal funds wherever reasonably practicable.
- 19.2 The Organisation shall maintain a dedicated bank account in its own name as soon as operationally possible.
- 19.3 Until such account is established, temporary arrangements shall be documented and approved by the Committee.
- 19.4 Authorised signatories shall be appointed by the Committee.

19.5 Payments exceeding five hundred pounds shall require approval from two authorised persons.

19.6 The Committee may establish additional financial procedures through policy documents provided such procedures are consistent with this Constitution.

19.7 Accurate records shall be maintained for all financial transactions.

19.8 Where annual gross income exceeds twenty-five thousand pounds, the Committee shall arrange for independent examination of the accounts by a suitably competent and independent person.

19.9 The Committee may arrange independent examination at lower income levels where beneficial to transparency, accountability or funding applications.

Article 20 - Reserves

20.1 The Organisation shall seek to maintain unrestricted reserves equivalent to not less than three months of normal operating expenditure.

20.2 Reserves may be used to maintain essential services, respond to emergencies, manage unexpected financial pressures or support continuity of operations.

20.3 Reserve levels shall be reviewed at least annually.

20.4 Temporary departures from the reserve target shall not constitute a breach of this Constitution provided reasonable efforts are made to restore reserves when circumstances permit.

20.5 The Committee may adopt a more detailed reserves policy consistent with this Article.

Article 21 - Restricted Funds and Assets

21.1 Funds received for a specific purpose shall be treated as restricted funds.

21.2 Restricted funds shall be used only for the purpose for which they were given unless lawful authority for alternative use exists.

21.3 Assets purchased through restricted funding shall remain subject to any restrictions attached to that funding.

21.4 The Committee shall maintain appropriate records of restricted funds.

21.5 Mobility aids acquired for loan programmes shall remain the property of the Organisation unless otherwise approved by unanimous Committee decision.

21.6 Grant conditions, donor restrictions and funding agreements shall be recorded and observed.

Article 22 - Financial Benefit, Connected Persons and Remuneration

22.1 Committee Members shall not receive financial benefit from the Organisation except as permitted by this Article.

22.2 A Committee Member, founder or Connected Person may receive payment for goods or services only where a conflict of interest has been declared, the arrangement is demonstrably in the Organisation's best interests, the price is reasonable and comparable to market rates, the individual takes no part in the decision, and the decision is recorded in Committee minutes.

22.3 Reasonable expenses may be reimbursed in accordance with organisational policy.

22.4 No payment may be made that constitutes disguised profit distribution.

22.5 All surpluses generated by the Organisation shall be reinvested into furthering the Objects.

22.6 Surpluses arising from SeizeControl, software platforms, merchandise, training, sponsorship, conferences, fundraising activities or future trading activities shall remain subject to the non-profit provisions of this Constitution.

PART IV - COMPLIANCE, SAFEGUARDING, VOLUNTEERS AND DIGITAL COMMUNITIES

Article 23 - Safeguarding

- 23.1 The Organisation recognises its responsibility to protect vulnerable adults participating in its activities.
- 23.2 Safeguarding is a core governance responsibility.
- 23.3 The Committee shall maintain a Safeguarding Policy and associated procedures.
- 23.4 Committee Members, volunteers, advisers and representatives shall cooperate with safeguarding requirements.
- 23.5 Safeguarding concerns shall be reported promptly in accordance with organisational procedures.
- 23.6 The Organisation may suspend participation in activities where safeguarding concerns arise.
- 23.7 Safeguarding records shall be maintained securely and confidentially.
- 23.8 Safeguarding considerations apply to online communities, support groups, telephone support, events, mobility aid programmes, training activities and digital platforms.
- 23.9 The Organisation may require DBS checks, enhanced DBS checks, safeguarding declarations or references where considered necessary for the protection of beneficiaries, volunteers or the Organisation.

Article 24 - Children and Young People

- 24.1 The Organisation is established primarily to support adults.
- 24.2 The Organisation shall not knowingly provide direct support services to children without appropriate safeguarding arrangements.
- 24.3 Where a child or young person seeks support, the Organisation shall normally seek involvement from a parent, guardian or appropriate responsible adult.
- 24.4 Nothing in this Article prevents the Organisation from providing publicly available educational information suitable for all age groups.
- 24.5 The Committee may adopt additional procedures if the Organisation later expands to provide direct services to children or young people.

Article 25 - Data Protection and Confidentiality

- 25.1 The Organisation shall comply with UK GDPR, the Data Protection Act 2018 and any successor legislation.
- 25.2 The Organisation may collect and process information necessary for achievement of the Objects.
- 25.3 Information may include names, contact details, support enquiries, volunteer records, event participation records, health-related information voluntarily provided by beneficiaries, newsletter subscriptions, forum or platform accounts and other relevant records.
- 25.4 Special category health information shall be handled with particular care.
- 25.5 Appropriate technical and organisational safeguards shall be implemented.
- 25.6 Personal information shall not be disclosed except where consent exists, where legally required, where safeguarding obligations apply, or where necessary for legitimate organisational purposes.
- 25.7 Committee Members, volunteers, advisers and representatives shall respect confidentiality.
- 25.8 The Committee shall maintain data protection policies, privacy notices and retention arrangements appropriate to the Organisation's activities.

Article 26 - Research, Data and Evidence

- 26.1 The Organisation may participate in, support or facilitate research activities consistent with the Objects.
- 26.2 The Organisation may collect, analyse and share anonymised or aggregated information for service improvement, awareness campaigns, educational purposes, advocacy and research support.
- 26.3 No research activity shall override safeguarding or data protection obligations.
- 26.4 The Committee may establish ethical standards governing research participation, data sharing and collaboration with researchers.

26.5 The Organisation shall seek to ensure that research-related activity is responsible, transparent and aligned with Public Benefit.

Article 27 - Volunteers

27.1 Volunteers are important to the achievement of the Objects.

27.2 The Organisation may recruit, train, supervise and support volunteers.

27.3 Volunteers may undertake roles including support group moderation, event support, local meetup coordination, awareness activities, administration, fundraising and peer support activities.

27.4 Volunteers may moderate support groups, run local meetups and represent FND Connect publicly where authorised.

27.5 Volunteers may handle donations only with written authorisation and subject to financial controls.

27.6 Volunteers representing the Organisation must comply with organisational policies and the Code of Conduct.

27.7 Volunteers may be suspended or removed where their conduct creates risk, breaches policy, harms beneficiaries, damages the Organisation's reputation, is unlawful, unsafe or inconsistent with organisational values.

27.8 Volunteers do not acquire governance rights solely by volunteering.

Article 28 - Digital Communities, Online Services and Advisory Bodies

28.1 The Organisation may establish and operate websites, forums, online communities, social media groups, software platforms, mobile applications and digital support services.

28.2 This includes FND Connect platforms, SeizeControl and future digital initiatives.

28.3 The Organisation may moderate digital communities to protect participants.

28.4 The Organisation may remove content, restrict access or terminate participation where necessary to protect users, uphold safeguarding standards, comply with law or protect organisational reputation.

28.5 Participation in digital communities is a privilege and not a constitutional right.

28.6 The Organisation shall seek to balance freedom of expression with safety, wellbeing and responsible community management.

28.7 The Committee may establish Clinical Advisory Boards, Research Advisory Boards, Patient Advisory Boards, specialist advisory panels and working groups.

28.8 Advisory bodies provide advice only and do not possess governance authority, voting rights or quorum rights unless separately appointed to the Management Committee.

PART V - INTELLECTUAL PROPERTY, POLITICAL NEUTRALITY, EMERGENCY POWERS, ASSET LOCK AND FUTURE INCORPORATION

Article 29 - Intellectual Property

29.1 All intellectual property created, commissioned, acquired or developed on behalf of the Organisation shall belong to the Organisation unless otherwise agreed in writing.

29.2 Intellectual property includes logos, branding, publications, educational resources, training materials, software, databases, videos, podcasts, websites, digital services, social media content and documentation.

29.3 This includes intellectual property associated with FND Connect, SeizeControl, future platforms, future projects and future trading activities.

29.4 Intellectual property shall be treated as an organisational asset.

29.5 No Committee Member, volunteer, founder or representative may claim personal ownership of organisational intellectual property unless expressly authorised in writing by unanimous Committee approval.

29.6 Disposal, transfer, assignment or exclusive licensing of material intellectual property is a Reserved Matter.

Article 30 - Political Neutrality

30.1 The Organisation may campaign, advocate and raise awareness regarding matters affecting Functional Neurological Disorder, disability, healthcare access, patient rights, social inclusion and community wellbeing.

30.2 The Organisation shall remain politically neutral.

30.3 The Organisation shall not endorse political parties, election candidates or party-political campaigns.

30.4 Nothing in this Article prevents constructive engagement with elected representatives, public authorities or policymakers where doing so advances the Objects.

30.5 Committee Members and volunteers may hold personal political views, but must not present those views as the position of the Organisation unless properly authorised and consistent with this Article.

Article 31 - Emergency Powers

31.1 In circumstances requiring urgent action, the Chair and Secretary acting jointly may exercise emergency powers.

31.2 Emergency powers may be exercised where delay would create material risk relating to safeguarding, financial loss, legal compliance, cyber security, data protection, operational continuity or reputation management.

31.3 Actions taken under emergency powers shall be proportionate to the risk and limited to what is reasonably necessary.

31.4 Actions taken under this Article must be reported to the next Committee meeting and recorded in the minutes.

31.5 Emergency powers shall not override Reserved Matters requiring unanimous approval unless immediate action is required to comply with law or prevent serious harm, in which case the matter must be reviewed by the Committee as soon as practicable.

Article 32 - Voluntary Asset Lock

32.1 The assets of the Organisation are permanently dedicated to community benefit.

32.2 Assets shall not be distributed to founders, Committee Members, volunteers, supporters or Connected Persons except as expressly permitted by this Constitution.

32.3 Surpluses generated by the Organisation shall be reinvested in furtherance of the Objects.

32.4 Assets include funds, grants, equipment, mobility aids, intellectual property, digital assets, websites, software, databases, brands and goodwill.

32.5 All assets acquired using organisational resources shall belong to the Organisation.

32.6 This voluntary asset lock is intended to mirror the spirit of Community Interest Company asset lock principles while the Organisation remains unincorporated.

32.7 Nothing in this Article prevents reasonable payment for authorised goods, services, employment, expenses or liabilities properly incurred in furtherance of the Objects.

Article 33 - Future Incorporation

33.1 The Organisation intends, when appropriate, to transition into an incorporated structure.

33.2 Such structures may include a Community Interest Company, Charitable Incorporated Organisation, registered charity or other suitable non-profit body.

33.3 Transfer to an incorporated successor shall require unanimous approval of the Committee.

33.4 Assets, liabilities, contracts, intellectual property, digital platforms and operational activities may be transferred to the successor body.

33.5 Any successor organisation shall be required to continue operating for Public Benefit.

33.6 The Committee may take preparatory steps for incorporation, including obtaining advice, preparing constitutional documents, consulting stakeholders and making applications to regulators or registrars.

33.7 Upon incorporation, this Constitution may be replaced by the governing document of the successor body once the transfer has been validly approved.

Article 34 - Dissolution

34.1 The Organisation may be dissolved only by unanimous approval of the Committee.

34.2 Prior to dissolution, liabilities shall be identified, creditors paid, contractual obligations addressed and organisational records secured.

34.3 Following settlement of liabilities, remaining assets shall be transferred to one or more organisations operating for Public Benefit.

34.4 Priority shall be given in the following order: first, organisations supporting Functional Neurological Disorder; second, neurological condition charities; third, disability support charities; fourth, community benefit organisations.

34.5 The recipient organisation or organisations must be approved unanimously by the Committee.

34.6 No remaining assets shall be distributed to founders, Committee Members, volunteers, supporters or Connected Persons.

34.7 Records relating to dissolution shall be retained for a reasonable period.

Article 35 - Constitutional Review and Amendment

35.1 This Constitution shall be formally reviewed at least once every three years.

35.2 The Committee may review the Constitution more frequently where circumstances require.

35.3 Constitutional amendments require unanimous Committee approval.

35.4 Amendments must remain consistent with Public Benefit, the non-profit status of the Organisation, the voluntary asset lock and the Objects.

35.5 Amendments shall be recorded with the date of approval and retained with governance records.

Article 36 - Document Hierarchy

36.1 Governance documents shall have the following order of precedence: first, this Constitution; second, policies; third, procedures; fourth, operational guidance.

36.2 Where inconsistency exists, the higher-ranking document shall prevail.

36.3 Policies and procedures may expand upon this Constitution but shall not contradict it.

36.4 The Committee shall maintain a document control system identifying adopted policies, approval dates and review dates.

Article 37 - Execution and Adoption

37.1 This Constitution was formally adopted by the founding Management Committee of FND Connect on 1 May 2026.

37.2 The founding Committee Members are Matthew Gerdes-Hansen as Chair and Emma Wilder as Secretary.

37.3 The Organisation address for correspondence at adoption is 133 Fable Lane, Kingswood, Hull, HU7 3PT.

37.4 This Constitution takes effect from the adoption date stated above.

37.5 The signatures of the Chair and Secretary on the execution page evidence adoption of this Constitution.

Execution Page

This Constitution was adopted by the Management Committee of FND Connect on **1 May 2026**.

Chair	Secretary
Matthew Gerdes-Hansen	Emma Wilder
Signature: _____	Signature: _____
Date: 01/05/2026	Date: 01/05/2026

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End of Constitution