

Etwall Primary School Parent, Teacher and Friends Association

Charity Number 1083273

Constitution

(Amended in January 2015)

1 The Association

- 1.1 The name of the association shall be: Etwall Primary School Parent, Teacher and Friends Association.
- 1.2 Objects
The objects of the Association is to advance the education of the pupils in the school. In furtherance of this object the Association may:
 - 1.2.1 Develop more extended relationships between the staff, parents and others associated with the school
 - 1.2.2 Engage in activities which support the school and advance the education of those attending it
 - 1.2.3 Provide and assist in the provisions of such facilities or items for education at the school (not provided by statutory funds) as the committee in consultation with the governing body shall from time to time determine.
- 1.3 The association shall be non-political and non-sectarian.
- 1.4 The association shall take out public liability and personal accident insurance to cover its meetings, activities, officers and committee.

2 Membership

- 2.1 The Association shall appoint a president; the head teacher shall be invited to fill this post.
- 2.2 Membership shall consist of all parents and guardians of pupils attending the school, all staff at the school and any person over the age of 18 wishing to offer appropriate support or help to the school and who is accepted by the committee as a member.

3 Annual General Meetings and Special General Meetings

- 3.1 All members are entitled to attend any General Meeting of the Association.
- 3.2 All General Meetings are called by giving 21 clear days written notice of the meeting to the members. The notice should specify the date, time and location of the General Meeting as well as give an overview of the agenda.
- 3.3 There is a quorum at a General Meeting when the number of Members present is at least 8 (eight).
- 3.4 The Chair or (if the Chair is unable or unwilling to do so) some other Committee Member / trustee elected by those present is in charge of a General Meeting.
- 3.5 Except where otherwise provided in this constitution, every issue at a General Meeting is decided by a simple majority of the votes cast by the Members present at the meeting.

- 3.6 Except for the Chair of the meeting, who has a second or casting vote where a vote is tied, every Member is entitled to one vote on every issue.
- 3.7 The Association must hold a General Meeting within twelve months of the date of the adoption of this constitution. Thereafter, an AGM must be held each subsequent year and not more than 15 months may elapse between successive annual general meetings.
- 3.8 At an AGM the members:
 - 3.8.1 Receive the accounts for the previous financial year
 - 3.8.2 Receive the report of the committee/trustees on the Association's activities since the previous AGM
 - 3.8.3 Elect committee members / trustees
 - 3.8.4 Appoint an independent examiner or auditor for the Association
 - 3.8.5 Discuss and determine any issues of policy or deal with any other business put before them.
- 3.9 An extra-ordinary General Meeting may be called at any time by the Committee and must be called within 21 days to happen within three months of a written request to the receiving committee members/trustees from at least ten members.

4 The Committee

- 4.1 The management of the Association shall be vested in a committee consisting of the following officers: President, Chairperson, Secretary and Treasurer.
- 4.2 The officers shall be elected at the AGM, or a special general meeting and shall serve until the commencement of the next AGM.
- 4.3 Nominations shall be proposed and seconded by members and should have the consent of the nominee. Nominations may be made at any time prior to the commencement of the AGM.
- 4.4 **By being a Committee member you are a trustee for the charity.** A committee member / trustee (whether elected or co-opted) automatically ceases to be a committee member / trustee if he or she:
 - 4.4.1 Is disqualified under section 72 of the Charities Act 1993 as amended by the Charities Act 2006 from acting as a charity trustee
 - 4.4.2 Is incapable, whether mentally or physically, of managing his or her own affairs.
 - 4.4.3 Is absent from three consecutive meetings of the Committee without prior notification of the Secretary
 - 4.4.4 Ceases to be a member of the Association.
 - 4.4.5 Resigns by written notice to the Committee but only if at least two committee members/trustees remain in office
 - 4.4.6 A retiring committee member/ trustee is entitled to an indemnity from the continuing committee members/trustees at the expense of the Association in respect of any liabilities properly incurred while he or she held office

- 4.4.7 A technical defect in the appointment of a committee member / trustee of which the Committee are unaware at the time does not invalidate decision taken at the meeting.
- 4.5 There shall be no more than 9 committee members.
- 4.6 The Committee shall have the power to co-opt up to 50% of the elected Committee at the last AGM or special general meeting.

5 Powers of Committee

The following powers are available to the Committee to help run the Association:

- 5.1 To delegate any function of the Committee to sub-committees. These must consist of two or more persons appointed by the Committee but at least one member of every subcommittee must be a Committee member / trustee. All sub-committee proceedings must be promptly reported to the main committee.
- 5.2 To make Rules consistent with this Constitution about Committee and sub-committees, to govern proceedings at General Meetings and generally about the running of the Association including the operation of the bank accounts and the commitment of funds.
- 5.3 Bank accounts shall be operated in the name of the Association and withdrawals shall be made on the signatures of any two designated members in accordance with bank mandate.
- 5.4 The financial year shall commence on 1st January.

6 Committee Meetings

- 6.1 The Committee must hold at least three meeting every academic year.
- 6.2 Three members of the Committee shall constitute a quorum.
- 6.3 The Chair or, if the Chair is unable or unwilling to do so, some other Committee member / trustee chosen by the members present is in charge at each Committee meeting.
- 6.4 Every decision may be made by a simple majority of the votes cast by Committee Members at a Committee meeting. A resolution which is in writing and signed by all committee members/ trustees is equally valid. The resolution may be contained in more than one document and will be treated as passed on the date of the last signature.
- 6.5 Except for the Chair, who has a second or casting vote, every committee member has one vote on each issue.

7 Property and Funds

- 7.1 The property and funds of the Association must only be used to fulfil the Objects (Clause 1.2).
- 7.2 Committee members / trustees can enter into contracts with the Association for the provision of goods and services to the Association (but not contracts of employment with the Association except with the prior written consent of the Charity Commission) provided that:

- 7.2.1 The maximum amount is set out in writing and is reasonable for the services provided
- 7.2.2 The committee members / trustees are satisfied that the agreement is in the interests of the charity before entering into it
- 7.2.3 The total number of committee members / trustees entitled to such remuneration is in the minority from time to time.
- 7.3 Whenever a committee member / trustee has a personal interest in a matter to be discussed at a meeting, the committee member / trustee must:
 - 7.3.1 Declare an interest before discussion begins on the matter
 - 7.3.2 Withdraw from that part of the meeting unless expressly invited to remain in order to provide information
 - 7.3.3 Not be counted in the quorum for that part of the meeting
 - 7.3.4 Withdraw during the vote and have no vote on the matter.

8 Records and Accounts

- 8.1 The Committee must comply with the requirements of the Charities Act 1993 as amended by the Charities Act 2006 as to the keeping of financial records, the audit or independent examination of the accounts.
- 8.2 The Committee must keep proper records of:
 - 8.2.1 All proceedings at General meetings
 - 8.2.2 All proceedings at Committee meetings
 - 8.2.3 All reports of sub-committees.
- 8.3 Annual reports and statements of account relating to the Association must be made available for inspection by any member of the Association.
- 8.4 The Committee must notify the Charity Commission promptly of any changes to the Association's entry on the Register of Charities.

9 Amendments to the Constitution

This constitution may be amended at a General meeting of the Association by a two-thirds majority of votes cast, but:

- 9.1 The members must be given 14 clear days' notice of the proposed amendments.
- 9.2 No amendment is valid if it would make a fundamental change to the Objects (Clause 1.2) or destroy the charitable status of the Association and no amendment may be made clause 7 (Property and Funds) without the prior written consent of the Charity Commission.
- 9.3 A copy of any resolution amending this constitution must be sent to the Charity Commission within 21 days of it being passed.

10 Dissolution

- 10.1.1 The Association may be dissolved by a resolution presented at an Extraordinary General Meeting, or at an Annual General Meeting where this is included on the notice of the meeting. The resolution must have the agreement of two thirds of those voting and must give instructions for the disposal of any assets remaining after paying the outstanding debts and liabilities of the Association.
- 10.1.2 The net assets shall not be distributed among the members of the Association but will be given to the school for the benefit of the pupils of the school. In the event of the school closing any remaining funds could be distributed to a neighbouring school or schools selected by the Committee.
- 10.1.3 If it is not possible to dispose of assets as described in clause 10.2 then the assets can be given to another charitable cause provided that the cause is within the Objects of the Association.
- 10.1.4 The Trustees must notify the Charity Commission promptly that the Association has been dissolved. The Trustees must comply with any request from the Commission including providing the Association's final accounts.