

**Talbot Primary School Parent Teacher**  
**Association Constitution – adopted on 14<sup>th</sup>**  
**May 2002**

**1. The Association**

“The Association” is Talbot Primary School Parent Teacher Association, whose address is Talbot Primary School, East Moor Road, Roundhay, Leeds LS8 1AF.

**2. The school**

“The school” is Talbot Primary School, East Moor Road, Roundhay, Leeds LS8 1AF.

**3. Objects**

The object of the Association is to advance the education of the pupils of the school, in particular by:

- Developing relationships between the staff of The School and parents of the pupils
- Organising events or providing equipment which support The School and advance the education of the pupils

**4. Powers**

The Association has the following powers which may be exercised only in promoting the following Objects:

- To provide advice
- To publish or distribute information
- To co-operate with other bodies
- To raise funds (but not by means of taxable trading)
- To acquire or hire property of any kind
- To make grants or loans of money and to give guarantees
- To set aside funds for special purposes or as reserves against future expenditure
- To deposit or invest funds in any lawful manner (but to invest only after obtaining advice from an independent financial adviser)
- To take out public liability and personal accident insurance to cover The Association's meetings, activities. Officers and Committee Members, to insure The Association's property against any foreseeable risk and take out other insurance policies to protect The Association where required.
- To ensure members of The Committee against the costs of a successful defence to a criminal prosecution brought against them as charity trustees or against personal liability incurred in respect of any act or omission which is or is alleged to be a breach of trust or abreach of duty (unless the member concerned knew that, or did not consider whether, the act or omission was a breach of trust or duty)
- To enter into contracts to provide services to or on behalf of other bodies
- To pay the costs of forming The Association
- To do anything else within the law which promotes the Objects

But The Association shall not undertake any activity in The School premises without the consent of the Headteacher.

**5. Membership**

Members of The Association are:

- Parents (or guardians) of a pupil currently attending The School
- The staff of The School

## **6. General Meetings**

All members are entitled to attend any AGM or EGM of The Association.

The AGM shall be called by 14 clear days' written notice to the members specifying the business to be transacted.

There is a quorum at a general meeting if the number of members present is at least twice the number of Committee Members in office at the commencement of the meeting.

The Chair shall preside at a general meeting (or if The Chair is not able to do so, the general meeting shall elect another Member to preside).

Every issue at a general meeting shall be determined by a simple majority of those present.

Every member present in person is entitled to one vote on each issue. The Chair is entitled to a second or casting vote.

An AGM must be held in every year at which members:

- Shall receive the accounts of The Association for the previous financial year
- Shall receive the report of The Committee on The Association's activities since the previous AGM
- Shall elect The Committee
- May appoint an independent examiner or auditor for The Association
- Shall discuss and determine any issues of policy or deal with any other business put before them

An EGM may be called at any time by The Committee and must be called within 21 days after a written request to The Committee from at least 10 members.

## **7. The Committee**

The Committee as charity trustees have control of The Association and its property and funds.

The Committee when complete shall comprise The Officers, and the Headteacher of The School.

The Officers shall be elected at the AGM and shall hold office until the next AGM. Nominations for election shall be made by one member seconded by another at or before the AGM.

The Officers shall be the Chair, the Secretary and the Treasurer. The Officers must be members of The Association.

A Committee member shall automatically cease to be a member of The Committee if he or she:

- is disqualified under the Charities Act 1993 from acting as a charity trustee
- is incapable, whether mentally or physically, of managing his or her own affairs
- Is absent from three consecutive meetings of The Committee
- Ceases to be a member of The Association
- Resigns by written notice to The Committee (but only if at least two members of The Committee will remain in office)

A retiring Committee member is entitled to an indemnity from the continuing Committee members at the expense of The Association in respect of any liabilities properly incurred while he or she was in office.

## **8. Committee meetings**

The Committee must hold at least one meeting per term.

A quorum at a committee meeting is 4 Committee members.

The Chair shall preside at each Committee meeting (or if the Chair is unable to do so another member of the Committee chosen by the meeting)

Every issue shall be determined by a simple majority of the votes cast at a Committee meeting.

Every Committee member has one vote on each issue. the Chair has a second or casting vote.

## **9. Powers of The Committee**

The Committee shall have the following powers in running The Association:

To delegate any of their functions to sub-committees consisting of two or more persons appointed by The Committee (all proceedings to be reported to The Committee)

To make rules consistent with this Constitution about The Committee and sub-committees, to govern general meetings and generally how The Association shall be run (including how bank accounts are operated and how funds shall be applied)

## **10. Property and funds**

The property and funds of The Association must be used for promoting The Objects and for no other purpose.

No Committee member may receive any payment of money or other material benefit (whether direct or indirect) from The Association with the following exceptions:

- Protection under The Association's indemnity insurance policy
- Re-imbusement of reasonable out-of-pocket expenses incurred in running The Association
- Whenever a committee member has a personal interest in a matter to be discussed at a committee meeting, the Committee member must declare an interest, withdraw from that part of the meeting, not be counted in the quorum for that part of the meeting and have no vote on the matter

## **11. Records and accounts**

The Committee must comply with the requirements of the Charities Act 1993 as to the keeping of financial records, the audit or independent examination of accounts and the preparation and transmission to the Commission of

- Annual reports and annual returns
- Annual statements of account

The Committee must keep proper records of

- All proceedings at general meetings
- All proceedings at Committee meetings
- All reports of sub-committees

Annual reports and statements of account relating to The Association must be made available for inspection by any member of The Association.

## **12. Notices**

Notices under this Constitution may be sent by hand or by post or by digital means or in any newsletter distributed by The Association. Notification by hand shall include distribution to parents or guardians via pupils with or without other communications from The School.

A technical defect in the giving of a notice of which the members of The Committee members are unaware at the time does not invalidate decisions taken at a meeting.

## **13. Amendments**

This constitution may be amended at a general meeting by a two-thirds majority of the votes cast but

- The members must be given 14 clear days' notice of the proposed amendments
- No amendment is valid if it would make a fundamental change to the Objects or to this clause or destroy the charitable status of The Association.

## **14. Dissolution**

The Association may be dissolved by a resolution presented at an EGM called for this purpose. The resolution must have the assent of two thirds of those present and voting.

Upon dissolution, the net assets shall not be distributed among the members of The Association: they will be given to The School for the benefit of the pupils of The School, or in the event of The School closing the assets will be given, for a charitable purpose, to such other neighbouring school or schools as The Committee shall decide.

## **APPENDIX**

### **Interpretation**

*“AGM” means an annual general meeting of the members of The Association. “The Chair” means the chair of The Association elected at the AGM*

*“Charity trustees” has the meaning prescribed by section 97 (1) of the Charities Act 1993 “clear day” means 24 hours from midnight following the triggering event*

*“The Commission” means the Charity Commissioners for England and Wales*

*“EGM” means a general meeting of the members of The Association which is not an AGM*

*“General meeting” means any AGM or EGM*

*“Governing Body” means the governing body of The School “Headteacher” means the headteacher of The School*

*“Independent examiner” has the meaning prescribed by section 43 (3)(a) of the Charities Act 1993*

*“Material benefit” means a benefit which may not be financial but which has a monetary value*

*“member” and “membership” refer to members of The Association*

*“months” means calendar months*

*“The Objects” means the charitable objects of The Association set out in clause 2*

*“Taxable trading” means carrying on a trade or business on a continuing basis for the principal purpose of raising funds and not for the purpose of actually carrying out the Objects*

*“written” or “in writing” refers to a legible document on paper, including a tax. “year” means calendar year.*

*References to an Act of Parliament are references to the Act as amended or re-enacted from time to time and to any subordinate legislation made under it.*