

# **Crofton Infant School Parent Staff Association**

## **Amended Constitution**

### **1. NAME AND CONSTITUTION OF COMMITTEE**

The name of the Association shall be "The Crofton Infant School Parent Staff Association" ("the Association").

- 1.1 The Association will be a Parent Teacher (Staff) Association
- 1.2 The School to which the Association has been set up for is:  
Crofton Infant School  
Towncourt Lane  
Orpington  
**Kent**  
BR51EL
- 1.3 The Committee shall comprise of a President, Chair, Treasurer, Secretary, any other officers duly appointed and at least six other Committee members. In addition, the President may nominate up to three members of the teaching or non-teaching staff employed at the School, and the Governing Body may nominate one Governor Representative to serve as members of the Committee.
- 1.4 The President of the Association shall be the Head Teacher of the School or other senior staff member approved by the Head Teacher and four members of the Committee at least one of whom must be the Chair.

### **2. OBJECTS**

The object of the Association ("the Object") is to advance and enhance the education of pupils in the School in particular by :

- 2.1 developing effective relationships between the staff, parents and others associated with the School
- 2.2 engaging in activities or providing facilities or equipment which support the School and advance and enhance the education of the pupils.
- 2.3 The Association shall be non-party political and non-sectarian.

### **3. POWERS**

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

- 3.1 to provide advice
- 3.2 to publish or distribute information
- 3.3 to co-operate with other bodies
- 3.4 to raise funds (but not by means of taxable trading)
- 3.5 to acquire or hire property of any kind
- 3.6 to make grants or loans of money and to give guarantees
- 3.7 to set aside funds for special purposes or as reserves against future expenditure
- 3.8 to deposit or invest funds in any lawful manner (but to invest only after obtaining advice from a financial expert and having regard to the suitability of investments and the need for diversification)
- 3.9 to take out public liability and personal accident insurance to cover the Association, meetings, activities, Officers, Committee Members, to insure the Association's property against any foreseeable risk and take out other insurance policies to protect the Association where required
- 3.10 to insure 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 breach of duty (unless the member concerned knew that, or was reckless whether, the act or omission was a breach of trust or a breach of duty)
- 3.11 subject to clause 9.2, to employ paid or unpaid agents, staff or advisers
- 3.12 to enter into contracts to provide services to or on behalf of other bodies
- 3.13 to pay the costs of forming the Association
- 3.14 to do anything else within the law which promotes the Objects

BUT the Committee shall not undertake any activity in the School premises without the consent of the President.

#### **4. MEMBERSHIP**

Members of the Association shall consist of:

- 4.1 the parents, guardians or carers of a pupil currently attending the School
- 4.2 the members of the teaching or non teaching staff that are nominated at the sole discretion of the President
- 4.3 if the Governing Body so wishes, one Governor Representative
- 4.4 in any other Association than those described in 4.1 and 4.2 and any person wishing to offer appropriate support or help to the School and who is accepted by the Committee as a member.

BUT the Committee may for good reason (whether or not at the request of the Governing Body or the President) exclude any person from membership whose presence at or support of the School is deemed a danger to the School or its pupils or staff or might bring the Association into disrepute (but only after notifying the member concerned in writing and considering the matter in light of any representations which the member puts forward within 14 clear days after receiving notice).

#### **5. GENERAL MEETINGS**

- 5.1 All members are entitled to attend any AGM or EGM of the Association.
- 5.2 General meetings are called by 21 clear days written notice to the members and prospective new members specifying the business to be transacted.
- 5.3 There is a quorum at a general meeting if there are at least six members personally present at the commencement of the meeting.
- 5.4 The Chair or (if the Chair is unable or unwilling to do so) some other member elected by those present presides at a general meeting.
- 5.5 Except where otherwise provided in this Constitution, every issue at a general meeting is determined by a simple majority of the votes cast by the members present in person.
- 5.6 Except for the chair of the meeting, who has a second or casting vote, every member present in person is entitled to one vote on every issue.
- 5.7 An AGM must be held in every year.

- 5.8 At an AGM the members:
- 5.8.1 receive the accounts of the Association for the previous financial year
  - 5.8.2 receive the report of the Committee on the Association's activities since the previous AGM
  - 5.8.3 elect the Committee
  - 5.8.4 appoint an independent examiner or auditor for the Association or such other independent reviewer as may be required by the Charities Commission or such other legal body
  - 5.8.5 may confer on any individual (with his or her consent) the honorary title of Patron of the Association
  - 5.8.6 discuss and determine any issues of policy or deal with any other business put before them.
- 5.9 An EGM may be called at any time by the Committee and must be called within 21 days after written request to the Committee from at least 4 members.

## **5. THE COMMITTEE**

- 6.1 The Committee as charity trustees have control of the Association and its property and funds.
- 6.2 The Committee when complete shall comprise the officers and the other persons set out in clause 1.3 and 1.4 all of whom must be members of the Association.
- 6.3 The Committee shall have the power to co-opt additional Committee Members (who need not necessarily be members of the Association) to either the Committee or any sub-committee provided the number of co-opted Committee Members shall not exceed 50% of the number of ordinary Committee Members.
- 6.4 The Committee shall be elected at the AGM and shall hold office until the next AGM but the co-opted Committee Members may be co-opted by the Committee at any time and shall hold office until the next AGM.
- 6.5 The President shall be an ex-officio member of the Committee not required to offer himself/herself for re-election by General Meeting.
- 6.6 Nominations for election to the Committee may be made by one member and seconded by another. Such nomination must have the consent of the nominee. Nominations should be made in writing to the Chair at any time until the election process has been completed.

- 6.7 A Committee Member automatically ceases to be a member of the Committee if he or she:
- 6.7.1 is disqualified under the Charities Act 1993 from acting as a charity trustee
  - 6.7.2 is incapable, whether mentally or physically, of managing his or her own affairs
  - 6.7.3 is absent from three consecutive meetings unless prior notification is received, in each instance
  - 6.7.4 ceases to be a member of the Association
  - 6.7.5 resigns by written notice to the Committee (but only if at least two Committee Members will remain in office)
  - 6.7.6 is removed by a resolution passed by all the other members of the Committee after inviting the views of the Committee Member concerned and considering the matter in light of any such views.
- 6.8 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 held office.
- 6.9 A technical defect in the appointment of a Committee Member of which the Committee are unaware at the time does not invalidate decisions taken at a meeting.

## **7. COMMITTEE MEETINGS**

- 7.1 The Committee must hold at least one meeting per term.
- 7.2 A quorum at a Committee meeting is no less than 7 members including the Chair Person or Vice Chair person of the Committee
- 7.3 The Chair or (if the Chair is unable or unwilling to do so) some other member of the Committee chosen by the members present presides at each Committee meeting.
- 7.4 Every issue may be determined by a simple majority of the votes cast at a Committee meeting but a resolution which is in writing and signed by at least 70% of the members of the Committee is as valid as a resolution passed at a meeting and for this purpose the resolution may be contained in more than one document and will be treated as passed on the date of the last signature.
- 7.5 Except for the Chair of the meeting, who has a second or casting vote, every Committee Member has one vote on each issue.

## **8. POWERS OF COMMITTEE**

The Committee has the following powers in the administration of the Association:

- 8.1 to delegate any of their functions to sub-committees consisting of two or more persons appointed by them (but at least one member of every subcommittee must be a Committee Member and all proceedings of subcommittees must be reported promptly to the Committee)
- 8.2 to make Rules consistent with this Constitution about the Committee and sub-committees, to govern proceedings at general meetings and generally about the running of the Association (including the operation of bank accounts and the commitment of funds).

## **9. PROPERTY & FUNDS**

- 9.1 The property and funds of the Association must be used only for promoting the Objects. For the avoidance of doubt the funds of the association are to be used for furthering and enhancing the education of the pupils but excludes the following:
  - 9.1.1 Internal or external Building Works
  - 9.1.2 Payment of school overheads and running costs
  - 9.1.3 Payment of staff
- 9.2 No Committee Member may receive any payment of money or other material benefit (whether direct or indirect) from the Association except;
  - 9.2.1 under Clauses 3.10 and 9.2.3
  - 9.2.2 reimbursement of reasonable out-of-pocket expenses (including hotel and travel costs) actually incurred in the administration of the Association
  - 9.2.3 charitable benefits in his or her capacity as a beneficiary subject to compliance with 9.3.
- 9.3 Whenever a Committee Member has a personal interest in a matter to be discussed at a Committee meeting, the Committee Member must:
  - 9.3.1 declare an interest before discussion begins on the matter
  - 9.3.2 withdraw from that part of the meeting unless expressly invited to remain in order to provide information
  - 9.3.3 not be counted in the quorum for that part of the meeting
  - 9.3.4 withdraw during the vote and have no vote on the matter.

## **10. RECORDS & ACCOUNTS**

10.1 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:

- 10.1.1 annual reports
- 10.1.2 annual returns
- 10.1.3 annual statements of account
- 10.1.4 or such other documents as the Commission may require.

10.2 The Committee must keep proper records of:

- 10.2.1 all proceedings at general meetings
- 10.2.2 all proceedings at Committee meetings
- 10.2.3 all reports of sub-committees.

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

10.4 The Committee must notify the Commission promptly of any changes to the charity's entry at the Central Register of Charities.

## **11. NOTICES**

11.1 Notices under this Constitution may be sent by hand, or by post or by suitable electronic communication or in any newsletter distributed by the Association. Notification by hand, may, include distribution to parents, guardians and carers via their children with or without other communications from the School.

11.2 The address at which a member is entitled to receive notices (if sent by post) is the last known address of the member.

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

## **12. AMENDMENTS**

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

12.1 the members must be given 21 clear days' notice of the proposed amendments

12.2 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



12.3 a copy of any resolution amending this Constitution must be sent to the Commission within twenty one days of its being passed.

### **13. DISSOLUTION**

13.1 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. Such resolution may give instructions for the disposal of any assets remaining after satisfying any outstanding debts and liabilities.

13.2 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, or in the event of the School closing to such other neighbouring school or schools the Committee shall decide.

13.3 If effect cannot be given to this provision then the assets can be given to some other charitable purpose.

13.4 The Trustees must notify the Commission promptly that the charity has been dissolved. If the Trustees are obliged to send the charity's accounts for the accounting period which ended before its dissolution, they must send to the Commission the charity's final accounts.

### **14. INTERPRETATION**

In this Constitution:

14.1 'address' means a postal address or, for the purposes of electronic communication, a fax number, an e-mail address or a text message number in each case registered with the charity

'AGM' means an annual general meeting of the members of the Association

'the Association' means the charity comprised in this Constitution

'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 Commission for England and Wales

'the Committee' is the governing body of the Association

'committee member' means a member of the Committee appointed by the members of the Committee in accordance with clause 6

'EGM' means a general meeting of the members of the Association which is not an AGM

'fundamental change' means such a change as would not have been within the reasonable contemplation of a person making a donation to the Association

'general meeting' means any AGM or EGM

'Governing Body' means the governing body of the School

'Head teacher' means the Head teacher or Principal of the School

'independent examiner' has the meaning prescribed by section 43(3)(9a) of the Charities Act 1993

'material benefit' means a benefit which may not be financial but 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

'officer' means a member of the Committee elected to a specific post at the AGM by the membership

'President' means the Headteacher or senior member of staff approved by the Headteacher.

'School' means Crofton Infant School

'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 fax message

'year' means calendar year

- 14.2 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.
- 14.3 This Constitution has been based on the National Confederation of Parent Teacher Associations Model Constitution and the Crofton Infant School Parent Staff Association Constitution that was adopted on 11 October 1995 and amended on 9 October 1996.

**THIS CONSTITUTION WAS RECOMMENDED BY THE COMMITTEE ON 2<sup>nd</sup> APRIL 2014 AND ADOPTED AT A MEETING HELD ON            AT            AND REPLACES ALL PREVIOUS CONSTITUTIONS ADOPTED BY THE CROFTON INFANT SCHOOL PARENT STAFF ASSOCIATION.**