

DRAFT
Overchurch Parents and Teachers Association
Constitution and Rules
April 2014

1 Name

The name of the Association shall be the Overchurch Parents and Teachers Association, herein after called "The Association".

2 Objects

The Object of the Association is to advance the education of the pupils of the School, in particular by:

- 2.1) Developing effective relationships between the staff, parents and others associated with the School; and
- 2.2) Engaging in activities or providing facilities or equipment which support the School and advance the education of the pupils attending it.

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 permanent or 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 having obtained 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 Association meetings, activities, committee members/trustees, 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 employ paid or unpaid agents, staff or advisors
- 3.11) to enter into contracts to provide services to or on behalf of other bodies
- 3.12) to obtain and pay for goods and services as are necessary for carrying out the work of the Association
- 3.13) to open and operate bank and other accounts as the committee members / trustees consider necessary
- 3.14) 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 Head teachers.

4 Membership

- 4.1) Membership of the Association is open to:
 - 4.1.1 The parents, legal guardians or carers of any pupil currently or previously at the School
 - 4.1.2 Teaching and non-teaching staff currently employed by the School
- 4.2) Membership is terminated if:
 - 4.2.1 The member dies

4.2.2 The member resigns by giving written notice to the Association

4.2.3 The Committee members may for good reason, regardless whether or not this is at the request of the Governing Body or Head teachers, exclude any person from membership or from attending an event 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. Removal is not effective until the member has been notified in writing of the proposal and his / her right to respond within 14 clear days, and the matter has been considered in the light of any representations made.

5 General Meetings (Annual and Extraordinary)

- 5.1) All members are entitled to attend any General Meeting of the Association.
- 5.2) General meetings are called by 21 clear days written notice 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.
- 5.3) There is a quorum at a general meeting when the number of members present is at least twice the number of committee members in office at the start of the meeting. The only exception would be at a general meeting where the Association is being dissolved – see *Clause 13*.
- 5.4) The Chair or, if the Chair is unable or unwilling to do so, some other committee member (usually the Vice chair) elected by those present is in charge of 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 at the meeting.
- 5.6) Except for the Chair of the meeting, who has a second or casting vote where a vote is equally divided (tied), every member present is entitled to one vote on each issue.
- 5.7) The Association must hold a general meeting within 12 months of the date of the adoption of this constitution. Thereafter, an AGM must be held in each subsequent year and not more than 15 months may elapse between successive annual general meetings.
- 5.8) At an AGM, the members:
 - i) Receive the accounts of the Association for the previous financial year;
 - ii) Receive the report of the committee members on the Association's activities since the previous AGM;
 - iii) Elect the committee members;
 - iv) Appoint an independent examiner or auditor for the association
 - v) May confer on any individual (with his or her consent) the honorary title of patron, president or vice-president of the association.
 - vi) 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 to happen within 3 months of a written request to the receiving committee members from at least 10 members.

6 The Committee

- 6.1) All members of the Committee are the trustees of the Association and have control of the Association, its property and funds.
- 6.2) Committee members shall be elected at the AGM and shall hold office until the conclusion of the next AGM. The Committee shall include the Chair, Vice Chair, Treasurer, Vice treasurer, Secretary, Vice Secretary and any other posts as the Committee may from time to time determine as being necessary. The Head teachers shall hold the honorary position of president of the Association. All committee members except those who are co-opted must be members of the association.

- 6.3.1 Committee members shall have the power to co-opt committee members at any time, and co-opted committee members shall serve until the conclusion of the next AGM.
- 6.3.2 The number of co-opted committee members must not be more than 50% of the total number of committee members.
- 6.4) Nominations for election to the Committee may be made by any member of the Association and seconded by another. Such nominations 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. If no nominations or an insufficient number are received before the AGM, any members may nominate a person, with their consent, and that person may be appointed by a majority vote of those present.
- 6.5) A committee member (whether elected or co-opted) automatically ceases to be a committee member if he or she:
- is disqualified under S72 of the Charities Act 1993 as amended by the Charities Act 2006 from acting as a charity trustee;
 - is incapable, whether mentally or physically, of managing his or her own affairs;
 - is absent from 3 consecutive meetings of the Committee without prior notification to the Secretary;
 - ceases to be a member of the Association;
 - resigns by written notice to the Committee but only if at least 2 committee members remain in office
 - is removed by a resolution passed by a majority of the other committee members. Removal is not effective until the member has been notified in writing of the proposal and his / her right to respond within 14 clear days, and the matter has been considered in the light of any representations made.
- 6.6) In the event of a Committee member ceasing to be a committee member (as per clause 6.5) their deputy (vice) shall take on the roles and responsibilities of their direct superior. If there is no deputy to take on these roles and responsibilities (in the event that a “vice” resigns) a replacement will be nominated and assigned at the following EGM/AGM
- 6.7) All committee members may be entitled to reimbursement of reasonable out of-pocket expenses (including hotel and travel costs) actually incurred in the administration of the Association subject to prior approval by the Committee of such expenses.
- 6.8) A retiring committee member is entitled to an indemnity from 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 was unaware at the time does not invalidate decisions taken at the meeting.

7 Committee meetings

- 7.1) The Committee must hold at least 3 meetings in each academic year. Members of the Association may attend a Committee meeting by prior request, such request not to be unreasonably refused.
- 7.2) A quorum at a committee meeting is 50%, rounded up to the nearest whole number, of the total current membership of the committee.
- 7.3) The Chair or, if the Chair is unable or unwilling to do so, some other committee member (usually the vice chair) chosen by the members present is in charge at each committee meeting.
- 7.4) Every decision may be made by a simple majority of the votes cast at a committee meeting. A resolution which is in writing and signed by all committee members 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.

- 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 the Committee

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

- 8.1) To delegate any functions of the committee to sub-committees or work groups. These must consist of two or more persons appointed by the Committee but at least one member of every sub-committee/work group must be a committee member. All subcommittee proceedings must be reported promptly to the main committee.
- 8.2) To make rules consistent with this constitution about the committee and subcommittees, 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.
- 8.3) The time, location and remit of any sub-committee/work group shall be laid out at preceding general meeting, AGM/EGM (as applicable) and the powers of any subcommittee clearly defined at that meeting.

9 Property and funds

- 9.1) The property and funds of the Association must be used only to fulfil the Objects.
- 9.2) Committee members 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:
- i) the maximum amount is set out in writing and is reasonable for the services provided
 - ii) the committee members are satisfied that the agreement is in the interests of the charity before entering into it
 - iii) the total number of committee members entitled to such remuneration is in the minority from time to time.
- 9.3) Whenever a committee member has a personal interest in a matter to be discussed at a meeting, that person must:
- i) Declare that interest before discussion begins on that matter
 - ii) Withdraw from that part of the meeting unless expressly invited to remain in order to provide information
 - iii) Not be counted in the quorum for that part of the meeting
 - iv) Withdraw during the vote and have no vote on the matter.

10 Records and Accounts

- 10.1) 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 accounts and the preparation and transmission to the Charities Commission of annual reports, annual returns and annual statements of account if applicable from time to time.
- 10.2) The committee must keep proper records of:
- i) all proceedings at general meetings;
 - ii) all proceedings at committee meetings.
 - iii) all reports of sub-committees.
- 10.3) Annual reports and statements of account relating to the Association must be made available for inspection by any member of the Association.
- 10.4) The committee must notify the Charity Commissioner promptly of any changes to the Association's entry on the Register of Charities.

11 Notices

- 11.1) Notice of any General meeting may be sent by hand, or by post or by suitable electronic means or in any newsletter distributed by the Association to its members. Notification by hand may include distribution to parents, guardians or 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 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 of the Association by a two thirds majority of the votes cast, but:

- 12.1) the members must be given 21 days clear notice of the proposed amendments.
- 12.2) No alteration or amendment to this Constitution shall be valid if it would make a fundamental change to the Objects or destroy the charitable purpose or status of the Association and no amendment may be made to clause 9 without the prior written consent of the Charity Commission.
- 12.3) A copy of any resolution amending this constitution must be sent to the Charity Commission within 21 days of it being passed.
- 12.4) Annexes of the constitution can be changed as and when required as dictated by varying factors (e.g. schools e-policy legislative changes)

13 Dissolution

- 13.1 The Association may be dissolved by a resolution presented at an EGM or AGM where this is included in 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.
- 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. In the event of the school closing any remaining funds could be distributed to a neighbouring school or schools as selected by the committee.
- 13.3 If it is not possible to dispose of assets as described in clause 13.2 then the assets can be given to another charitable cause provided that the cause is within the Objects of the Association.
- 13.4 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.

14. Interpretation

14.1 In this constitution:

- **address:** means a postal address or, for the purpose of electronic communication, a fax number, an email 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 as amended by the Charities Act 2006. Every committee member / trustee is legally a trustee.
- **clear day:** means 24 hours from midnight following the triggering event
- the **Commission:** means the Charity Commission for England and Wales: www.charitycommission.gov.uk
- the **Committee:** is the governing body of the Association and includes all elected and co-opted committee members / trustees
- **Committee member / trustee:** means a member of the Committee elected at the AGM by the membership
- **co-opted committee member / trustee:** means a member of the Committee appointed by the Committee members / trustees in accordance with clause 6
- **EGM:** means a general meeting of the Association which is not an AGM
- **fundamental change:** means a change which would not have been within the reasonable contemplation of a person making a donation to the Association
- **general meetings:** means any AGM or EGM
- **Governing Body:** means the Governing Body of the school
- **Head teacher:** means the Headmistress or Principal of the school
- **Independent Examiner:** has the meaning prescribed by section 43(3) of the Charities Act 1993
- **Member and Membership:** refer to members of the Association as set out in clause 4
- **months:** means calendar months
- the **Objects:** means the charitable objects of the Association set out in clause 2
- **permanent trading:** means carrying on a trade or business on a continuing basis for the principal purpose of raising funds and not actually carrying out the Objects
- **Quorum** – The minimum number of members of the association necessary to conduct business of the association.
- **written or in writing:** refers to a legible document on paper including a fax message or an electronic communication where the Member or co-opted Committee member / trustee has agreed to receipt of notices by electronic means
- **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.

Adopted at meeting held:

At (Location)

On (Date)

Name

Occupation

Signature

(Name and Signature of Chair of meeting)

Witness Name

Address

.....

Occupation

Signature

(Name, address, occupation and signature of witness)

Annex 1.
Overchurch Parents and Teachers Association
April 2014
Committee Members Roles and Responsibilities

Honorary President

Head-teachers: non elected role.

Responsible for:

- keeping the PTA up to date with needs and requests from school for support from PTA e.g. bursary requests, item purchase requests, events
- keeping the PTA up to date with relevant developments at the school
- approval of agenda
- approval of any fundraising plans of PTA to ensure work always appropriate and acceptable to school ethos

Chair

Elected role

Responsible for:

- preparing agenda, agreeing with Head-teacher and setting dates of meetings
- chairing meetings
- upholding constitution
- making sure events, contribution etc remain appropriate within the objects, the charities commission guidelines and that any other regulatory requirements are complied with
- working with relevant staff and other Committee members and members of the association to promote the work of the Association through the school and to new parents
- production of updates for the school
- probity
- To ensure compliance of the schools e-policy from all members of the association

Vice Chair

Elected role

Responsible for

- working with Chair to ensure all meetings/events/responsibilities covered by one or other and to head meetings in the Chairs absence
- upholding constitution
- making sure events, contribution etc remain appropriate within the objects, the charities commission guidelines and that any other regulatory requirements are complied with
- probity
- To ensure compliance of the schools e-policy from all members of the association
- To take on the roles and responsibilities of the Chair should that person resign or be removed under clause 6.5

Treasurer

Elected role

Responsible for:

- banking and collection/recording of money and production of accounts
- maintaining float and making sure it can be available for all necessary events
- probity
- upholding constitution

- making sure events, contribution etc remain appropriate within the objects, the charities commission guidelines and that any other regulatory requirements are complied with
- maintenance of Association fundraising account
- arranging for payments to be made by cash/cheque or otherwise as appropriate and after prior agreement with the committee including but not limited to Collection of invoices, receipts for expenses incurred by Committee members
- To ensure compliance of the schools e-policy from all members of the association

Vice Treasurer

Elected role

Responsible for:

- Supporting the Treasurer in the carrying out of the responsibilities of that role.
- To ensure compliance of the schools e-policy from all members of the association
- To take on the roles and responsibilities of the Treasurer should that person resign or be removed under clause 6.5

Secretary

Elected role

Responsible for:

- taking, typing, storage and circulating minutes, dates and agendas of meeting
- registering, holding and updating the email contact lists of members
- circulating emails through contact list when requested
- upholding constitution
- making sure events, contribution etc remain appropriate within the objects, the charities commission guidelines and that any other regulatory requirements are complied with
- responsible for liaising with School to ensure that letters/items brought/sent into school are dealt with and/or forwarded to the relevant Committee member
- To ensure compliance of the schools e-policy from all members of the association

Vice secretary

Elected role

Responsible for:

- strategic planning of advertising/ engagement campaigns to promote the activities of the Association and recruitment of new members
- material produced to communicate with potential members
- circulating emails as necessary
- developing the Association's web presence on the school web-sites in conjunction with both schools
- liaising with the Chair
- Ensuring compliance with schools e-policy/IT and social networking policy.
- To take on the roles and responsibilities of the Secretary should that person resign or be removed under clause 6.5

Annex 2
Overchurch Parents and Teachers Association
April 2014
Schools E-policy and Social networking policy

(Insert Schools policy)

**Annex 3.
Overchurch Parents and Teachers Association
April 2014
Structure**

(Insert Structure Flow chart)

Annex 4.
Overchurch Parents and Teachers Association
April 2014
Members Rules and Practices

(Insert Rules and Practices)

Annex 5
Overchurch Parents and Teachers Association
April 2014
Declaration of interest/ service proposal order

(Insert Declaration of Interest/Service proposal order)