



BRGS PARENT & TEACHER ASSOCIATION

CONSTITUTION May 2015

1. The following variables have been selected for the Association:
 - 1.1. The type of Association shall be a Parent Teachers Association
 - 1.2. The Association name is BRGS Parent Teachers Association
 - 1.3. The school name and address in full is as follows:
Bacup & Rawtenstall Grammar School
Glen Road
Waterfoot
BB4 7BJ
 - 1.4. The minimum number of Committee Members shall be five (5) as follows:
 - 1.4.1. School representative – Headteacher to represent, or to provide nominated representative to have full delegated authority on behalf of the school in all Association matters
 - 1.4.2. Parent -Chair
 - 1.4.3. Parent - Treasurer
 - 1.4.4. Parent or School representative - Secretary
 - 1.4.5. Parent - Vice Chair

2. The object of the Association (the Objects) is to advance 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 the education of the pupils.

3. The Committee Members have 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 trading)
 - 3.5. To acquire or hire property of any kind
 - 3.6. To make financial awards
 - 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 an independent financial advisor 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 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 pay the costs of forming and running the Association
 - 3.13. To obtain and pay for goods and services as are necessary for carrying out the work of the Charity

3.14. To open and operate bank and other accounts as the Committee Members consider necessary.

3.14.1. In the matter of Association bank or other accounts which hold Association funds, there shall be at least two (2) authorised signatories, one (1) of which shall be a Committee Member that must authorise each expenditure. For the avoidance of doubt, there may be multiple bank or other accounts in operation for the Association at any time and, for each separate account there may be different authorised signatories at all times in compliance with this paragraph 3.14.1.

3.15. To do anything else within the law that promotes the Objects

But the Committee shall not undertake any activity in the school premises without the consent of the School Representative.

4. MEMBERSHIP

4.1. Members of the Association are the parents, guardians or carers of any pupil currently attending the school or teaching and non-teaching staff currently employed by the school or in any other Association, for example, a Friends group of those described above 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.

4.2. Membership is terminated in any of the following circumstances:-

4.2.1. The Member dies

4.2.2. The Member resigns by written notice to the Association;

4.2.3. The Committee Members may, for good reason, regardless of whether or not this is at the request of the Governing Body or the Headteacher, 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 concerned has been notified in writing of the proposal and his/her right to respond within 10 working days and the matter has been considered in 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. All General Meetings are called by giving 10 working 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.
- 5.3. There is a quorum at a General Meeting when the number of Members invited to attend and either attend or provide apologies, is at least twice the number of Committee Members in attendance at the start of the meeting. The only exception to this quorum requirement shall 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 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 decided 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 every issue.
- 5.7. The Association must hold a General meeting within twelve (12) months of the date of the adoption of this Constitution. Thereafter, an Annual General Meeting (AGM) must be held in each subsequent year and not more than fifteen (15) months may elapse between successive AGM's.
- 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 Members on the Associations activities since the previous AGM;
 - 5.8.3. Elect the Committee Members;
 - 5.8.4. Appoint an independent examiner or auditor for the Association who can be a Member but cannot be a Committee Member;

- 5.8.5. May confer on any individual (with his or her consent) the honorary title of Patron, President or Vice-President of the Association and,
- 5.8.6. Discuss and determine any issues of policy or deal with any other business put before them
- 5.9. An Extraordinary General Meeting (EGM) may be called at any time by the Committee and must be called within 10 working days to happen within three months of a written request to the receiving Committee Member from at least ten Members.

6. THE COMMITTEE

- 6.1. All Members of the Committee are trustees of the Charity and have control of the Association, its property and funds. The Committee Members are referred to in this document as Committee Members.
- 6.2. Committee Members shall be elected at the AGM and shall hold office until the next AGM.
- 6.3. All Committee Members, except those who are co-opted, must be Members of the Association.
- 6.4. Committee Members shall have the power to co-opt Committee Members at any time and co-opted Committee Members shall serve until the date of the next AGM.
- 6.5. The number of co-opted Committee Members must not be more than 50% of the total number of Committee Members.
- 6.6. 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 of nominations are received before the AGM, any Members present may nominate a person, with their consent, and that person may be appointed by a majority vote of those present.
- 6.7. A Committee Member (whether elected or co-opted) automatically ceases to be a Committee Member if he or she;
 - 6.7.1. Is disqualified under Section 72 of the Charities Act 1993 as amended by the Charities Act 2006 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 of the Committee without prior notification to the Secretary;
 - 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 remain in office;
 - 6.7.6. Is removed by a resolution passed by a majority of other Committee Members. Removal is not effective until the Committee Member concerned has been notified in writing of the proposal and his/her right to respond within 10 working days and the matter has been considered in light of any representations made.
- 6.8. All Committee Members shall be entitled to reimbursement of reasonable out of pocket expenses (including hotel and travel costs) actually incurred in the administration of the Association.
- 6.9. 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/she held office.
- 6.10. 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 three meetings every academic year.
- 7.2. A quorum at a Committee meeting is 50 percent, 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 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

8.1. The following powers are available to the Committee to help run the Association;

8.1.1. To delegate any functions 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 sub committee must be a Committee Member. All sub committee proceedings must be promptly reported to the main Committee.

8.1.2. 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 AND FUNDS

9.1. The property and funds of the Association must only be used to fulfil the Objects (see clause 2).

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;

9.2.1. The maximum amount payable is set out in writing and is reasonable for the services provided.

9.2.2. The Committee Members are satisfied that the agreement is in the interests of the Association before entering into it.

9.2.3. The total number of Committee Members entitled to such remuneration is in the minority from time to time.

9.3. Whenever a Member has a personal interest in a matter to be discussed at a meeting, the Member must;

9.3.1. declare an interest before discussions begin on the matter and;

9.3.2. withdraw from that part of the meeting unless expressly invited to remain in order to provide information.

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 Charity Commission of;

10.1.1. Annual reports

10.1.2. Annual returns

10.1.3. Annual statements of accounts

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 of accounts relating to the Association must be made available for inspection by any Member of the Association.

10.4. The Committee must notify the Charity Commission promptly of any changes to the Associations' entry on the Register of Charities.

11. NOTICES

11.1. Notice of any General Meeting of the Association will be made available via the school website and specifically the section reserved for the Association. In addition, notices whether in general form or related to any General Meetings may be sent by hand, by e mail to the address or in any newsletter distributed by the Association to its Members. Notification by hand may include distribution to parents, guardians and carers via their children with or without other communications from the school.

11.2. Members are able to provide updated or alternative e mail addresses to those available to the Association for communications from the Association by notification to the Secretary.

11.3. The address at which a Member is entitled to receive notices (if sent by e mail) is the last known e mail address of the Member. Such communication of notices will be sent to the address for a period of at least one academic year however if no response or acknowledgement is received from the Member to the Secretary, the address may be deleted from the Association register and no further e mail communications specifically related to

General Meetings will be supplied though other general notices may still be sent.

- 11.4. A technical defect in the giving of notice which the Members or Committee Members are unaware of at the time does not invalidate decisions taken at a General Meeting.

12. AMENDMENTS

- 12.1. This Constitution may be amended at a General Meeting of the Association by a two-thirds majority of the votes cast but;

12.1.1. the Members must be given 10 working days notice of the proposed amendments.

12.1.2. no amendment is valid if it would make a fundamental change to the Objects (see clause 2) or destroy the charitable status of the Association and no amendment may be made to clause 9 without the prior written consent of the Charity Commission.

12.1.3. a copy of any resolution amending this Constitution must be sent to the Charity Commission within 21 working days of it being passed.

13. DISSOLUTION

- 13.1. The Association may be dissolved by a resolution presented at an EGM or an 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 amongst 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 Associations final accounts.

14. DEFINITIONS AND INTERPRETATION

14.1. Terms used in this Constitution have meanings as follows:

'address' means 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

'Chair' means the Chair of the Association elected at the AGM;

'Charity' means the Association;

'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 is legally a charity trustee;

'Commission' means the Charity Commission for England and Wales;

charitycommission.gov.uk

'Committee' is the governing body of the Association and includes all elected and co-opted Committee Members;

'Committee Member' means a member of the Committee elected at the AGM by the membership;

'co-opted committee member' means a member of the Committee appointed by a Committee Member in accordance with clause 6;

'EGM' means a general meeting of the Members of the Association that is not an AGM;

'fundamental change' means a change that 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;

'Headteacher' means the headteacher or Principal of the school;

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

'Member' and **'Membership'** refers to members of the Association as set out in clause 4;

'months' means calendar months;

'Objects' means the charitable Objects of the Association as set out in clause 2;

'Patron' means a person where this title is conferred in accordance with clause 5.8.5. where such person has no constitutional responsibilities meaning they cannot vote at Committee Meetings however they may be invited to address Members or to represent the Association on formal occasions or when seeking public support;

'permanent 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;

'President' means a person where this title is conferred in accordance with clause 5.8.5. where such person has no constitutional responsibilities meaning they cannot vote at Committee Meetings however they may be invited to address Members or to represent the Association on formal occasions or when seeking public support;

'Trustee' means all Committee Members

'working days' means days to include Monday to Friday inclusive but exclusive of any Bank Holidays;

'Vice President' means a person where this title is conferred in accordance with clause 5.8.5. where such person has no constitutional responsibilities meaning they cannot vote at Committee Meetings however they may be invited to address Members or to represent the Association on formal occasions or when seeking public support;

'written' or **'in writing'** refers to a legible document on paper including a fax message or an electronic communication where the Member of co-opted committee member 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.