

# **St. Mary's Church of England Primary School, Putney, London SW15 1BA**

## **Constitution of the Friends Association**

### **1. The name of the Association**

Friends of St. Mary's School

### **2. The Objects of the Association**

The objects of the Association shall be to advance the education of the pupils of the School by providing and assisting in the provision of the facilities for Education, including Religious Education, not otherwise provided for by the Local Educational Authority. As an ancillary thereto and in furtherance of this object, the Association may –

- a. Foster relationships between Parents, Governors, School Staff and others associated with the school.
- b. Engage in the activities, which support and advance the education, including Religious Education, of the pupils attending the school.

### **3. Powers**

The committee members have the following powers, which may be exercised only in promoting the Objects-

To provide advice

To publish or distribute information

To co-operate with other bodies

To raise funds (but not by means of permanent 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 a financial expert and having regard to the suitability of investments and the need for diversification)

To take out public liability insurance to cover the Association meetings, activities, committee members/trustees, to insure the Association's property against foreseeable risk and to take out other insurance policies to protect the Association where required

To employ paid or unpaid agents, staff or advisers

To enter into contracts to provide services to or on behalf of other bodies

To pay the cost of forming the Association

To obtain and pay for goods and services as are necessary for the carrying out of the work of the charity

To open and operate bank and other accounts as the committee members/trustees consider necessary

To do anything else within the law that promotes the Objects

BUT the Committee shall not undertake any activity in the school without the consent of the Headteacher.

#### **4. President**

The President of the Association shall be the Vicar, or during the interregnum the Priest in charge.

#### **5. Management**

The management and control of the Association shall be vested in a committee, which shall consist of the following –

The Chairperson (The Headteacher – ex-officio)

The Vice Chair (a parent elected at the AGM)

The Treasurer (a parent elected at the AGM)

The Secretary (a parent elected at the AGM)

A Parent Governor nominated by the Chair of Governors (ex-officio)

A Governor nominated by the Chair of Governors (ex-officio)

One elected parent representative each of Early Years, KS1 and KS2

#### **6. Eligibility**

“Parents” are parents of children on the school roll. “Staff” are staff employed at the school. Membership of the Association is open to –

- a. Members of the School Governors
- b. Members of the Parish Staff
- c. Parents, Guardians or Carers of pupils in all years
- d. Members of the Staff of the School
- e. Friends who support the objectives of the Association

Membership is terminated if the member dies or if the member resigns by written notice to the Association. The committee members may for good reason, regardless of whether or not this is at the request of the Governing Body or 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 14 clear days, and the matter has been considered in light of any representations made.

#### **7. General Meetings (Annual, Extraordinary and Special)**

All members are entitled to attend any General Meeting of the Association.

All members must have at least 21 clear days’ notice of a General Meeting and at least seven clear’ notice of the agenda.

The notice should specify the date, time and location of the General Meeting and may be sent by hand, by post, by suitable electronic communication (email) 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. The address at which the Member is entitled to receive notices (if sent by post) is the last known address of the Member.

At a General Meeting the Chair shall be taken, jointly, by the President and Chair, or in the absence of the former, by the Chair and a Governor member of the management Committee.

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.

Except 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.

The Annual General Meeting of the Association shall take place in the first half of the autumn term each year.

The business of the meeting shall be –

- a. To receive reports of the various activities conducted during the previous year.
- b. To discuss any matters arising there from.
- c. To receive independently examined or audited accounts for the previous financial year.
- d. To appoint two independent examiners or auditors
- e. To elect or re-elect members to serve on the Committee for the period until the next AGM.
- f. Nominations for the Hon. Vice-President may be submitted by the Committee (these being people the Association wishes to honour).

An Extraordinary General Meeting of the Association shall be convened at the request of not less than thirty members – in writing – to the Secretary of the Association. Such a meeting shall be held within thirty days of the request. A full agenda and motions to be discussed shall be circulated to all the members.

## **8. The Committee**

All members of the committee are trustees of the charity and have control of the Association, its property, funds and spending decisions.

The Committee shall have powers to co-opt members, and appoint any sub-committee, and shall prescribe the function of any appointed sub-committee. Any person so co-opted shall only serve for the period for which the person in whose place he/she is co-opted would have served. A person co-opted to provide cover for a committee member or co-opted to provide a specific function does not take on full committee responsibility or voting rights.

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 present may nominate a person, with their consent, and that person may be appointed by a majority vote of those present, the Chair having the casting vote.

A committee member (whether elected or co-opted) automatically ceases to be a committee member if he or she –

- a. is disqualified under section 72 of the Charities Act 1993 as amended by the Charities Act 2006 from acting as a charity trustee
- b. is incapable, whether mentally or physically, of managing his or her own affairs
- c. is absent from three consecutive meetings of the Committee without prior notification to the Secretary
- d. ceases to be a Member of the Association
- e. resigns by written notice to the Committee but only if at least two committee members remain in office
- f. 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 14 clear days, and the matter has been considered in light of any representations made.

All committee members shall be entitled to reimbursement of out-of-pocket expenses (including hotel and travel costs) actually incurred in the administration of the Association.

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

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.

## **9. First Committee Meeting after the AGM**

At the first Committee Meeting after the AGM activities for the ensuing year should be discussed.

## **10. Committee Meetings**

Committee meetings shall be held at least once per term and at times as the Committee shall direct.

Five members of the Committee shall constitute a quorum.

The Chair or, if the Chair is unable or unwilling to do so, the vice-chair is in charge at each Committee meeting.

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.

Except for the Chair of the meeting, who has a second or casting vote, every committee member has one vote on each issue.

### **11. Powers of Committee**

The Committee has the power to delegate functions of the Committee and Sub Committees. These must consist of two or more persons appointed by the Committee. All sub-committee proceedings must be promptly reported to the main Committee.

The Committee has the power 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.

### **12. Property and Funds**

The property of the Association must only be used only to fulfil the Objects.

Whenever a committee member has a personal interest in a matter to be discussed at a meeting, the committee member must declare an interest before discussion of the matter, withdraw from that part of the meeting unless expressly invited to remain in order to provide information, not be counted in the quorum for that part of the meeting and withdraw during the vote and have no vote on the matter.

### **13. Records and Accounts**

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:-

- a. annual reports
- b. annual returns
- c. annual statements of accounts

The Committee must keep proper records of:-

- a. all proceedings at General meetings
- b. all proceedings at Committee meetings
- c. all reports of sub-committees

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

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

### **14. The Constitution**

The Committee, whose decision is final, shall deal with any matter not provided for in the Constitution. Revision of the Constitution shall be in accordance with Clause 17.

## **15. Conduct of Meetings**

The conduct of the AGM and of Committee meetings shall be in accordance with the Schedule appended.

## **16. Education**

The Headteacher shall have the ultimate decision on all educational matters.

## **17. Amendment to the Constitution**

“These clauses other than clause 2, clause 19 or this clause may be varied, deleted or added to by a resolution passed by a two thirds majority of the members of the Association present in person at a Special General Meeting convened for that purpose and of which notice has been served upon every member of the Association or his last known address in the United Kingdom; provided no variation, deletions or additions shall be made at any time to this constitution so as to cause the Association to cease to be a charity in Law”.

## **18. Dissolution**

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.

The trustees must notify the Charity Commission promptly that the Association is dissolved. The Trustees must comply with any request from the Commission including providing the Association’s final accounts.

## **19. Assets**

Any assets remaining on dissolution of the Association, after satisfying any outstanding debts and liabilities shall not be distributed amongst the members of the Association but shall be given to the School for the benefit of the Children of the School in any manner which is exclusively charitable at Law.

**St. Mary's CE School, Putney**

**Constitution for the Parents Association**

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**SCHEDULE OF RULES**

- a. The Committee shall be given at least 21 days' clear notice of a meeting and at least 7 days' clear notice of the agenda.
- b. Items not on the Agenda may be raised and discussed at any meeting under "Any other business" at the discretion of the Chair. No item may be voted upon unless this is agreed by not less than 75% of the members present.
- c. Committee meetings will be held at the school.
- d. The Secretary shall be responsible for the convening and advising of Meetings, the provision and circulation of the Agenda, and the recording and provision of the minutes of the Meetings.
- e. The Schedule of Standing Orders for the AGM and Committee Meetings shall be left out of the Constitution, as at present; but shall be capable of modification as necessary by agreement between the President (Vicar), and the Headteacher. Any such alterations are to be ratified by the Governors and the Association Committee at their next meeting.