

Emersons Green PTFA Constitution

ADOPTED January 2014

Reviewed October 2023

1. NAME

The Organisation shall be known as Emersons Green PTFA, hereafter referred to as the Organisation.

2. CHARITABLE PURPOSE ('OBJECTS')

The provision of Emersons Green PTFA for the benefit of TO ADVANCE THE EDUCATION OF THE PUPILS IN THE SCHOOL IN PARTICULAR BY 1. DEVELOPING EFFECTIVE RELATIONSHIPS BETWEEN STAFF PARENTS AND OTHERS ASSOCIATED WITH THE SCHOOL; 2. ENGAGING IN ACTIVITIES OR PROVIDING FACILITIES OR EQUIPMENT WHICH SUPPORT THE SCHOOL AND ADVANCE THE EDUCATION OF THE PUPILS.

3. POWERS

The committee members/trustees have the following powers, which may be exercised only in promoting the charity's purpose ('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 grants or loans of money and to give guarantees
- 3.7 To set aside funds for special purposes or as reserves against future expenditure

4. MEMBERSHIP

In a Parents Association, the parents, guardians or carers of any pupil currently attending the school or in a Parent Teacher Association, Parent Staff or Home-School Association as detailed above plus teaching and non-teaching staff currently employed by the school or in any other association, for example a Friends group, 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.

- 4.1 Membership is terminated if:
- 4.2 the member dies
- 4.3 the member resigns by written notice to the association
- 4.4 the committee members/trustees 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 14 clear 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 21 clear 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 total number of members present (including committee members/trustees) is at least twice the number of committee members/trustees in office at the start of the meeting. The only exception would be at a General Meeting where the association is being dissolved:

6A. ANNUAL GENERAL MEETING

i) An annual general meeting shall be held in Term 3 of each year, the date, time and place to be determined by the committee.

ii) Each annual general meeting shall be convened by the Secretary who shall notify all members in writing at least 21 days before the date of that meeting.

iii) Any motion for consideration at the annual general meeting must be in the Secretary's hands no later than 14 days prior to the date of the meeting.

iv) The business of the annual general meeting shall include:

- adoption of annual report and accounts
- election of the committee and its officers
- appointment of an independent examiner.

v) Nominations for the committee should be submitted to the Secretary 24 hours before the annual general meeting. If there are more nominations than there are vacancies to be filled, an election will be held.

vi) Every member shall be entitled to one vote.

vii) The quorum for both the annual general meeting and special meetings will be 3 voting members or one tenth of the membership present and eligible to vote, whichever of these is the greatest.

6B. SPECIAL GENERAL MEETINGS

A special general meeting should be convened at the request of at least 5 members, made in writing to the secretary giving 21 days notice. Such a meeting shall be held within 30 days of that request. Agenda and motions submitted should be circulated to all members.

7. MANAGEMENT COMMITTEE

All named members of the committee eg Chair person, Secretary and Treasurer 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/trustees.

7.1 Committee members/trustees shall be elected at the AGM and shall hold office until the next AGM.

7.2 All committee members/trustees, except those who are co-opted, must be members of the association.

7.3 Committee members/trustees shall have the power to co-opt committee members/trustees at any time, and co-opted committee members/trustees shall serve until the date of the next AGM.

7.4 The number of co-opted committee members/trustees must not be more than 50% of the total number of committee members/trustees.

7.5 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. 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.

7.6 A committee member/trustee (whether elected or co-opted) automatically ceases to be a committee member/trustee if he or she:

7.7 is disqualified under section 178 of the Charities Act 2011 or any substantial re-enactment from acting as a charity trustee

7.8 in the written opinion, given to the charity, of a registered medical practitioner treating that person, has become physically or mentally incapable of acting as a trustee and may remain so for more than three months

7.9 is absent from three consecutive meetings of the committee without prior notification to the Secretary

7.10 ceases to be a member of the association

7.11 resigns by written notice to the committee but only if at least two committee members/trustees remain in office

7.12 is removed by a resolution passed by a majority of other committee members/trustees. Removal is not effective until the committee member/trustee 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.

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

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

7.15 A technical defect in the appointment of a committee member/ trustee of which the committee is unaware at the time does not invalidate decisions taken at a meeting

8. FINANCE

The committee must comply with the most recent requirements of The Charities Act 2022 or any substantial re-enactment as to the keeping of financial records, the audit or independent examination of accounts and the preparation and transmission to the Charity Commission of:

8.1 annual reports

8.2 annual returns

8.3 annual statements of account.

8.4 The committee must keep proper records of: 10.2.1 all proceedings at General Meetings

8.5 all proceedings at committee meetings

8.6 all reports of sub-committees.

8.7 Annual reports and statements of account relating to the association must be made available for inspection by any member of the association.

8.8 The committee must notify the Charity Commission promptly of any changes to the association's entry on the Register of Charities.

All other aspects are as the Finance Policy which should be agreed with the Committee regularly.

9 DISSOLUTION

9.1

The association may be dissolved by a resolution presented at 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.

9.2 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.

9.3 If it is not possible to dispose of assets as described in clause 9.1 then the assets can be given to another charitable cause provided that the cause is within the objects of the association.

9.4 The committee members/trustees must notify the Charity Commission promptly that the association has been dissolved. The committee members/trustees must comply with any request from the commission including providing the association's final accounts.

10 AMENDMENTS

This Constitution may be amended at a General Meeting of the association by a two-thirds majority of the votes cast but:

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

10.1 No amendment is valid if it would make a fundamental change to the charitable purpose (objects)/clause 2 or destroy the charitable status of the association and no amendment may be made to clause 8 without the prior written consent of the Charity Commission

10.2 A copy of any resolution amending the constitution must be sent to the Charity Commission within 21 days of it being passed.

This Agenda was discussed and Agreed at meeting 13th October 2023 with changes made.

Signed Committee Members: Nicola Old, Sarah Turner and Duncan Pearce

Date: 13th October 2023