

COLERIDGE FAMILIES – ADOPTION OF NEW CONSTITUTION

Summary of main differences between existing Constitution adopted January 2005 and proposed Parentkind Model Constitution

Clause	Current	New	Benefit of change
OBJECTS	Advance the education of the pupils by providing and assisting in the provision of facilities for education at the school (not normally provided by the education authority) and (i) encourage co-operation between the staff , parents, and all others associated with the school; (ii) engage in activities (including fund raising activities) which support the school and advance the education of the pupils attending it, and (iii) encourage parents to be interested in the education of their children and the activities of the school	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.	Covers the same ground but is less prescriptive (for eg by no longer referring to the local authority) and gives greater latitude for activities and support we can give to the school
POWERS	Not set out in detail in the constitution save to say that the management of the affairs of CF between AGMs shall be in the hands of the Committee.	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	Sets out in detail the legal powers of the committee and trustees bringing clarity to the constitution

		<p>3.4 To raise funds (but not by means of permanent trading)</p> <p>3.5 To acquire or hire property of any kind</p> <p>3.6 To make grants or loans of money and to give guarantees</p> <p>3.7 To set aside funds for special purposes or as reserves against future expenditure</p> <p>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)</p> <p>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</p> <p>3.10 To employ paid or unpaid agents, staff or advisers</p> <p>3.11 To enter into contracts to provide services to or on behalf of other bodies</p> <p>3.12 To pay the costs of forming the association</p> <p>3.13 To obtain and pay for goods and services as are necessary for carrying out the work of the charity</p> <p>3.14 To consult parents on their views</p> <p>3.15 To open and operate bank and other accounts as the committee members/trustees consider necessary</p> <p>3.16 To do anything else within the law that promotes the objects BUT the committee shall not</p>	
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		undertake any activity in the school premises without the consent of the headteacher.	
MEMBERSHIP	<ul style="list-style-type: none"> - Parents and guardians of children at the school - Teaching and non-teaching staff - Local people whose membership would further the aims of CF 	<ul style="list-style-type: none"> - Parents, guardians and carers - Teaching and non-teaching staff 	<p>Carers now included.</p> <p>Includes mechanism for termination of membership including removal of membership (for good reason)</p> <p>Others can be co-opted on to the committee if necessary between AGMs but only members can be voted onto the committee at AGMs.</p>
GENERAL MEETINGS	<p>AGM to be held in the Autumn Term of each year. Chairperson to take the chair</p> <p>20 members shall constitute a quorum at the AGM.</p> <p>Treasurer shall submit the accounts at the AGM. CF accounts shall be audited if required by the Committee. The auditor shall be selected by the committee (but not a member of the committee) and be a qualified accountant if possible.</p>	<p>5.1 All members are entitled to attend any general meeting of the association.</p> <p>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.</p> <p>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: please see clause 13. The Chair or (if the Chair is unable or unwilling to do so) some other committee member/trustee elected by those present is in charge of a general meeting.</p>	<p>Puts in place more comprehensive guidance on notices, quorum, and voting at AGMs and EGMs (if called), and also on accounts procedure.</p> <p>Only drawback is requirement for 2x the no of Committee members to be present to make the AGM quorate. This would require more people than is usual to attend the AGMs in future.</p>

	<p>Special General Meeting - An SGM may be convened by the Secretary at any time and shall be convened at the request in writing to the Secretary of at least 20 members such notice to state the purpose of the meeting and any motions to be proposed. Such meeting shall be held within 21 days of the request.</p>	<p>5.5 Except where otherwise provided in this constitution (Dissolution: clause 13), every issue at a general meeting is decided by a simple majority of the votes cast by the members present at the meeting.</p> <p>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.</p> <p>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 AGMs.</p> <p>5.8 At an AGM the members:</p> <p>5.8.1 receive the accounts of the association for the previous financial year</p> <p>5.8.2 receive the report of the committee members/trustees on the association's activities since the previous AGM</p> <p>5.8.3 elect the committee members/trustees</p> <p>5.8.4 appoint an independent examiner or auditor for the association if this is needed</p> <p>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</p> <p>5.8.6 discuss and determine any issues of policy or deal with any other business put before them</p> <p>5.9 A general meeting may also be called for special or extraordinary reasons (called an extraordinary</p>	
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COMMITTEE	<p>Management of the affairs of CF shall rest in hands of the Committee which shall be at least 8 in number, composed of the Officers and such other members as may be.</p> <p>The committee shall approve and publish a programme of activities by the end of the Autumn Term and organise at least one fundraising activity a term.</p>	<p>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/ trustees. 6.2 Committee members/trustees shall be elected at the AGM and shall hold office until the next AGM.</p> <p>6.3 All committee members/trustees, except those who are co-opted, must be members of the association.</p> <p>6.4 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.</p>	<p>Confirms that all committee members are also trustees of the charity. Previously only a selection of committee members were trustees including the Head, Chair, and a Treasurer.</p> <p>Has detailed rules in relation to co-optation of committee members and also in relation to automatic cessation of committee membership in certain circumstances including failure to attend 3 consecutive committee meetings without notice.</p>

		<p>6.5 The number of co-opted committee members/trustees must not be more than 50% of the total number of committee members/trustees.</p> <p>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 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.</p> <p>6.7 A committee member/trustee (whether elected or co-opted) automatically ceases to be a committee member/trustee if he or she:</p> <p>6.7.1 is disqualified under section 178 of the Charities Act 2011 or any substantial re-enactment from acting as a charity trustee</p> <p>6.7.2 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</p> <p>6.7.3 is absent from three consecutive meetings of the committee without prior notification to the Secretary</p> <p>6.7.4 ceases to be a member of the association</p>	<p>These more detailed rules give greater certainty and clarity to the committee members/trustees.</p>
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COMMITTEE MEETINGS	4 members, of which one at least shall be an elected officer (Head, Deputy Head, Chair, Secretary, Treasurer, Parent Governor Rep),	<p>7.1 The committee must hold at least three meetings every academic year.</p> <p>7.2 A quorum at a committee meeting is 50 per cent, rounded up to the nearest whole number, of the total number of committee members. This applies</p>	Includes a quorum for committee meetings of 50% of the committee. This is likely to be larger than the previous quorum of only 4.

	<p>shall constitute a quorum at committee meetings.</p> <p>Meetings held at times and places as committee shall direct and be open to all members, who shall have the right to speak provided that if the Committee has announced at least 2 meetings to be held in any term it may hold additional meetings not pen to members for the purposes of furthering and implementing decisions taken at open meetings.</p>	<p>where there are three or more committee members in post. Where there are only two, 100% attendance is required to be quorate to prevent a single individual having the power to make decisions on behalf of the association.</p> <p>7.3 The Chair or, if the Chair is unable or unwilling to do so, some other committee member/trustee chosen by the members present is in charge at each committee meeting.</p> <p>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 (including by email) and signed by all committee members/trustees 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.</p> <p>7.5 Except for the Chair of the meeting, who has a second or casting vote every committee member/trustee has one vote on each issue.</p> <p>The following powers are available to the committee to help run the association:-</p> <p>8.1 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/trustee. All sub-committee proceedings must be promptly reported to the main committee</p>	<p>Email resolutions are required to be unanimous.</p> <p>These amendments would require higher levels of engagement and attendance by committee but gives greater legitimacy to decision making if half the committee required.</p> <p>The new constitution will also detail the committee's powers to delegate to sub-committees and also to make rules about running the association.</p>
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<p>PROPERTY AND FUNDS</p>	<p>Funds are to be applied solely for the development of the stated objects</p>	<p>9.1 The property and funds of the association must only be used to fulfil the objects (see clause 2). 9.2 Committee members/trustees 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 is set out in writing and is reasonable for the services provided 9.2.2 the committee members/trustees are satisfied that the agreement is in the interests of the charity before entering into it 9.2.3 the total number of committee members/trustees entitled to such remuneration is in the minority from time to time. 9.3 Whenever a committee member/trustee has a personal interest in a matter to be discussed at a meeting, the committee member/trustee must: 9.3.1 declare an interest before discussion begins on the matter</p>	<p>Makes clear the committee members powers to enter into contracts with CF and also clarifies the position on declaration of interests both of which are absent from the current constitution</p>

		<p>9.3.2 withdraw from that part of the meeting unless expressly invited to remain in order to provide information</p> <p>9.3.3 not be counted in the quorum for that part of the meeting</p> <p>9.3.4 withdraw during the vote and have no vote on the matter.</p>	
RECORDS and ACCOUNTS	<p>There shall be no membership subscription but the Treasurer shall keep an account of all income and expenditures and shall submit accounts at the AGM.</p> <p>CF's accounts shall be audited if so required by the committee. Each auditor shall be selected by the committee and shall if possible be a qualified accountant.</p> <p>e</p>	<p>10.1 The committee must comply with the requirements of The Charities Act 2011 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:</p> <p>10.1.1 annual reports</p> <p>10.1.2 annual returns</p> <p>10.1.3 annual statements of account.</p> <p>10.2 The committee must keep proper records of:</p> <p>10.2.1 all proceedings at general meetings</p> <p>10.2.2 all proceedings at committee meetings</p> <p>10.2.3 all reports of sub-committees</p> <p>10.3 Annual reports and statements of account relating to the association must be made available for inspection by any member of the association.</p> <p>10.4 The committee must notify the Charity Commission promptly of any changes to the association's entry on the Register of Charities.</p>	<p>Details the requirements in relation to the Charities Act and also sets out record keeping requirements which are absent from the current constitution although in fact are fulfilled in any event.</p>