

HIGHDOWN SCHOOL ASSOCIATION

CONSTITUTION

- 1. **NAME** The name of the Association shall be Highdown School Association.
- 2. **AIMS** The objects of the Association shall be to advance the education of the pupils at the school. In furtherance of this object the Association may:-
 - (a) foster more extended relationships between the staff, parents, students and others associated with the school,
 - (b) engage in activities which support the school and advance the education of the pupils attending it,
 - (c) provide and assist in the provision of such facilities or items for education at the school (not provided from statutory funds) as the general committee, in consultation with the school management body, shall from time to time determine.

3. **THE ASSOCIATION** shall be non-party political and non-sectarian.

4. **MEMBERSHIP**

- (a) All parents and guardians of children attending the school are automatically members; they have full voting rights and may hold any office of the Association,
- (b) Parents and guardians of former Highdown School pupils, Highdown teachers, Highdown staff and former pupils of Highdown (aged over sixteen years) are eligible to become members of the Association by notifying their wish to do so by application to the Honorary Secretary at any time. After such notification, membership shall be automatic. Such members shall have full voting rights and may hold any office of the Association except that of Chair.
- (c) Any other person who is interested in the work and aims of the Association is eligible to become a member by applying to the Honorary Secretary at any time. Such members have no voting rights and cannot hold any office of the Association.

5. **OFFICERS OF THE ASSOCIATION**

The Officers shall be:- Chair, Vice-Chair, Honorary Secretary and Honorary Treasurer.

The Officers are the Trustees under the Charities Act 1993.

6. MANAGEMENT

- a) The Association shall be directed by the Termly Meeting to which all members are invited.
- b) The day to day management of the Association shall be undertaken by a General Committee of 16 members (inclusive of the Officers) who will be elected at the Annual General Meeting. If any positions are not filled by election at the Annual General Meeting the General Committee shall have the power to co-opt.
- c) The General Committee will report to the Termly Meeting of the Association.
- (d) Five (5) members of the General Committee shall constitute a quorum for its meetings.

7. MEETINGS

- a) Annual General Meeting (AGM) - the AGM of the Association shall be held in October or November each year. The meeting shall be run by the Chair, or in his absence, by the Vice-Chair. A quorum shall be eight (8) Association members and two (2) officers.

The business of the AGM shall be:-

- (i) to receive a report from the Chair.
- (ii) to receive a report from the Hon. Treasurer together with an audited balance sheet and accounts for the previous financial year.
- (iii) to elect the Officers of the Association.

(NB. The Chair must be eligible under clause 4 (a) (MEMBERSHIP) and shall not serve for more than three years consecutively).

- (iv) to elect 12 members of the General Committee.
- (v) to agree arrangements for the independent examination or auditing of the accounts for the coming year. The examiner or auditor shall not be a member of the General Committee.
- (vi) to consider any motion of which twenty one days' notice has been given in writing to the Hon. Secretary.

- (b) Extraordinary General Meeting (EGM) - an EGM shall be called by either:-
- (i) a simple majority of the members in Termly Meeting
- OR
- (ii) in writing to the Hon. Secretary by at least twenty members of the Association.
- (c) Termly Meetings - The members shall meet to direct the business of the Association in the Autumn, Spring and Summer terms. A quorum shall be eight (8) Association members and two (2) Officers. (NB: The Autumn Term meeting may be the Annual General Meeting).
- (d) Casual Vacancies for Officers - Casual vacancies for Officers shall be filled by election at the next Termly Meeting. Any person so elected must retire at the AGM but may stand for re-election. In the case of a person elected to the casual vacancy for Chairman, the period between election and the next AGM shall not count under the "three year rule" (see 7.a.(iii) above).
- (e) Motions at Meetings
- (i) Motions at all meetings, which shall be quorate, will be decided by a simple majority of the members present and voting.
 - (ii) The Chair of any meeting shall vote only if the votes for and against any motion are otherwise equal.
- (f) Notice of Meetings - At least four weeks notice shall be given to Association members of the date of the AGM and the date and purpose of any EGM. The Agenda for the AGM (including details of motions received) together with copies of the Chair's Report and the Audited Statement of Accounts shall be made public before the AGM. For this purpose, the posting of such Notices on school notice boards and/or in notices from the school and/or in a school magazine shall be sufficient.
- (g) Sub-Committees - The General Committee shall have the power to appoint any Sub-Committee and shall prescribe the function of any such Sub-Committee.

8. FINANCE

- (a) The Association shall be charitable and non-profit making.
- (b) The Financial Year shall end on 30 September each year.
- (c) The Association shall hold a bank account.
- (d) All cheques shall be signed by any two Officers of the Association.
- (e) Audited copies of the Balance Sheet and Accounts shall be made public before the AGM (see 7.(f) above).
- (f) The Trustees shall comply with their obligations under Part VI of the Charities Act 1993 (and subsequent amendments) with regard to:
 - (1) the keeping of accounting records for the Charity;
 - (2) the preparation of annual accounts for the Charity
 - (3) the preparation of an annual report;
 - (4) where applicable, the auditing or independent examination of the statements of account of the Charity; and
 - (5) where applicable, the transmission of the statements of account and the annual report to the Charity Commissioners.

9. **PROVISO** Any matter concerning the organisation and activities of the Association, but not provided for in the Constitution, shall be dealt with by the General Committee whose decision shall be deemed final.

10. **CHANGES IN THE CONSTITUTION**

No alteration to this Constitution shall be made except at the AGM (see clause 7(a) (vi)) or at an EGM (see clause 7.(b) called for this purpose. No alteration or amendment shall be made to the AIMS (clause 2) or the DISSOLUTION clause (clause 12), without the written permission of The Charity Commission and no alteration shall be made which would cause the Association to cease to be a Charity in Law. Alterations to the Constitution shall receive the assent of two thirds of the members present and voting at an AGM or EGM.

11. **INSURANCE** The Association shall have adequate Public Liability and Personal Accident Insurance covering all its meetings, activities, Officers and Committee, together with any other insurances which may be legally necessary.

12. **DISSOLUTION**

The Association may be dissolved by a resolution presented at an EGM called for this purpose. The resolution must have the assent of two thirds of those present and voting. Such resolution may give instructions for the disposal of any assets remaining after satisfying any outstanding debts and liabilities. These assets shall not be distributed amongst the members of the Association but transferred either:-

- a) to the Head Teacher of Highdown School, or its successor, to be used for the benefit of the children of the school in any manner which is exclusively charitable at law.
- OR b) in the event of the closure of Highdown School, to the Head Teacher of the school to which the majority of the children will be transferred, to be used for the benefit of the children of the school in any manner which is exclusively charitable at law.
- OR c) in the event that neither a) nor b) above are possible, then to a similar charitable body in Reading concerned with the education of children.

- THE END -

NOVEMBER 1997

REASONS FOR MODIFICATIONS TO CONSTITUTION:

CLAUSE No.	REASON
2 (a)	See note (5)
2 (c)	See note (2)
5	See note (1)
6 (d)	See note (3)
7 (a)	Line 2 - See note (5) Line 3 - See note (3)
7 (a)(v)	See note (5)
7 (e)	See note (3)
7 (f)	See note (4) Previously needed to CIRCULATE TO ALL MEMBERS
8 (e)	See note (4)
8 (f)	See note (1)
9	See note (5) Previously dealt with at Termly Meeting. NCPTA Standard Constitution empowers the General Committee.
10	See notes (1) and (2)
11	See note (2) HSA is fully covered per this clause under its NCPTA membership.

General: Minor clarification, punctuation and presentation issues

NOTES

- 1) Modification made to reflect new obligations under the Charities Act 1993 and the Charities (Accounts and Reports) Regulations 1995.
- 2) Modified to reflect wording in clauses of NCPTA Standard Constitution as agreed with the Charities Commission.
- 3) Additional requirements to prescribe activities not previously covered by the Constitution.
- 4) Modifications to improve efficiency and cost effectiveness of the Association.
- 5) Modifications to reflect improved aims and/or need for flexibility in operation.

7 **Election of Officers**

As nobody volunteered to take over from Dick as chairperson, Ruth Picot agreed to chair the first committee meeting. The new committee will then have to decide what to do next. Tunde Odunsi was elected Treasurer for another year and Lisa Pechey was re-elected as Secretary.

8 **Election of Committee Members**

The following have agreed to continue on the Committee:

Ruth Picot	Jane Patey
Tunde Odunsi	Richard Jones
Lisa Pechey	John Pollock
David Durrant	Angie Penneck
Pam Waterman	

Five new members were elected:

Teresa Bowles	Bob Bowles
Kate Milnes	Ann Dilloway
Miriam Corringham	

9 **Election of Auditor**

For the past few years a work colleague of Dick's has done this. It was suggested and agreed to continue this arrangement.

10 **Fundraising**

Already covered in Chairman's Report.

11 **Amended Constitution**

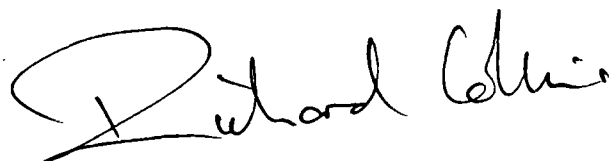
The Constitution has had to be amended to reflect the needs of the Charity Commission. Dick reported that one of the changes he has made is to introduce the concept of a quorum for significant decisions. The new constitution provides a stronger base from which to work. It has been approved by the Charity Commission. It was adopted unanimously.

12 **Any Other Business**

Mr. Robert Dimmick, Vice Chair of Governors, proposed a vote of thanks to Dick for all his hard work for the Association over the years.

13 **Date of Next Meeting**

Wednesday 26th November at 7.30 p.m.





Minutes of the Annual General Meeting held on 13th November, 1997

- 1 **Apologies**
Lisa Pechey, Tony Thake.

- 2 **Minutes of 26th AGM held on 22nd October, 1996**
Agreed as a true record.

- 3 **Matters Arising**
None.

- 4 **Chairman's Report**
The key issue is fundraising. The School requires help in financing fundamental resources and this confirms the need for the Association to continue to provide help. Dick made a passionate plea for more parental involvement. A new initiative is needed if the Association is to succeed.
Dick reported that £5,000 has been handed over to the School this year. The Highdown Show contributed £2,000 of this, but it was felt that this was not really a good financial return, considering the size of the School and the number of people involved. The present Show committee have now resigned and Teresa and Bob Bowles will be taking over. The Barbecue and Barn Dance were both successful and enjoyable evenings. The Green Bins have raised £800 this year, so it is important to encourage their use. The demand for second hand school uniform seems to have eased off, so this needs investigating to see if there is still a market for it.

- 5 **Treasurer's Report**
Main Account: Opening Balance approx. £770
Closing Balance approx. £600, which is available for the new committee to hand over to the School.
Highdown Show Account: Opening Balance approx. £600
Closing Balance approx. £96 in the red - due to £390 of outstanding debts, which must be chased up.

- 6 **Auditing of Accounts**
The Accounts have been audited and signed. Proposed and seconded.