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# ST MICHAEL'S PTA CONSTITUTION

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## 1. TITLE

### 1.1 THE ASSOCIATION

Shall be known as the St Michael's Primary School Parent Teacher Association (often simply referred to as the PTA)

### 1.2 SCHOOL

St Michael's Primary School and Nursery,  
Camulodunum Way Colchester C02 9RA

## 2. CHARITABLE PURPOSE ('OBJECTS')

The aims of the Association are to advance the education and wellbeing of the pupils of the school by providing or assisting in the provision of facilities for education at the school (not normally provided by the Local Authority). This includes:-

- a) promoting close co-operation and communication between parents and teachers
- b) studying and discussing matters of mutual interest relating to the education and welfare of pupils
- c) engaging in activities which support and advance the education of the pupils attending the school, including fund raising and after school activities

## 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
- 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)
- 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
- 3.10 To employ paid or unpaid agents, staff or advisers
- 3.11 To enter into contracts to provide services to or on behalf of other bodies
- 3.12 To pay the costs of forming 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 consult parents on their views
- 3.15 To open and operate bank and other accounts as the committee members/trustees consider necessary
- 3.16 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 headteacher.

## 4. MEMBERSHIP

Members of the association are:

- 4.1 The Members of the Association shall comprise all parents or guardians of children attending the school (including nursery class).
- 4.2 Membership is terminated if:
  - the member dies, the member resigns by written notice to the association, 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

- 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.
- 5.4 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.
- 5.5 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.

## 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/trustees.
- 6.2 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. POWERS OF COMMITTEE

The following powers are available to the Committee to help run the Association:

- 7.1 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.
- 7.2 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.

## 8. PROPERTY & FUNDS

8.1 The property and funds of the Association must only be used to fulfil the Objects

8.2 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:

8.2.1 the maximum amount is set out in writing and is reasonable for the services provided

8.2.2 the committee members/trustees are satisfied that the agreement is in the interests of the charity before entering into it

8.2.3 the total number of committee members/trustees entitled to such remuneration is in the minority from time to time.

8.3 Whenever a committee member/trustee has a personal interest in a matter to be discussed at a meeting, the committee member/trustee must:

8.3.1 declare an interest before discussion begins on the matter

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

8.3.3 not be counted in the quorum for that part of the meeting

8.3.4 withdraw during the vote and have no vote on the matter

## 9. RECORDS & ACCOUNTS

9.1 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:

9.1.1 annual returns

9.1.2 annual statements of account

9.2 The Committee must keep proper records of:

9.2.1 all proceedings at General meetings

9.2.2 all reports of sub-committees

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

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

## 10. NOTICES

10.1 Notice of any General meeting of the Association 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

10.2 The address at which a Member is entitled to receive notices (if sent by post) is the last known address of the Member

10.3 A technical defect in the giving of notice which the Members or committee members/trustees are unaware of at the time does not invalidate decisions taken at a General meeting.

## 11. AMENDMENTS

This Constitution may be amended at a General meeting of the Association by a two-thirds majority of the votes cast, but:

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

11.2 No amendment is valid if it would make a fundamental change to the Objects/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.

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

## 12. DISSOLUTION

12.1 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

12.2 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.

12.3 If it is not possible to dispose of assets as described in clause 12.2 then the assets can be given to another charitable cause provided that the cause is within the Objects of the Association.

12.4 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 Association's final accounts.

## 13. INTERPRETATION

13.1 In this Constitution:

- address: means a postal address or, 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
  - the Association: means the charity comprised in this constitution
  - the Chair: means the Chair of the Association elected at the AGM
  - 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/trustee is legally a charity trustee.
  - clear day: means 24 hours from midnight following the triggering event
  - the Commission: means the Charity Commission for England and Wales: [charitycommission.gov.uk](http://charitycommission.gov.uk)
  - the Committee: is the Governing Body of the Association and includes all elected and co-opted committee members/trustees
  - committee member/trustee: means a Member of the Committee elected at the AGM by the Membership
  - co-opted committee member/trustee: means a Member of the Committee appointed by the committee members/trustees in accordance with clause 6
  - EGM: means a general meeting of the Members of the Association which 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 meetings: 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: refer to Members of the Association as set out in clause 4
  - months: means calendar months
  - the Objects: means the charitable Objects of the Association set out in clause 2
  - 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
  - written or in writing: refers to a legible document on paper including a fax message or an electronic communication where the Member or co-opted committee member/trustee has agreed to receipt of notices by electronic means
  - year: means calendar year
- 13.2 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.