

Constitution of the St. Mary's Association (SMA)



1. ASSOCIATION DETAILS

- 1.1 The name of the Association is the St May's Association (SMA), which is a Parents Teacher Association
- 1.2 The minimum number of committee members is 3.

2 CHARITABLE PURPOSE ('OBJECTS')

The Objects of the Association are to advance the education of the pupils St Mary's School, (Gerrards Cross) - (hereinafter called 'the School') by:

- 2.1 Fostering more extended 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 attending it.

3 MEMBERSHIP

- 3.1. Member of the association are every parent or legal guardian of children who are pupils of the School, as well as every member of the Governors and teaching or non-teaching staff or anyone wishing to offer support to the school and who is accepted by the Committee as a member.
- 3.3 Members shall be deemed to have agreed to be bound by this Constitution and any rules made here under.
- 3.4 Membership is terminated if:
 - a. The member dies
 - b. the member resigns by written notice to the Association
- 3.5 The Committee may 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 might bring the Association into disrepute. Removal is not effective until the member concerned has been notified in writing of the proposal and given a right to respond within 14 days, and the matter must be considered in light of any representations made.

4 THE COMMITTEE

- 4.1 All Committee members are trustees of the Charity and have control of the Association, its property and funds. The management of the Association shall be vested in the Committee and the Head teacher, in accordance with this Constitution..
- 4.2 The maximum number of members on the Committee shall not be limited.
- 4.3 The Committee shall elect from its numbers the following officers i) Chairman, ii) Vice Chairman (optional), iii) Secretary, iv) Treasurer. Vacancies in offices between Annual General Meetings shall be filled by the Committee.
- 4.4 The Officers and Committee members shall be elected at the Annual General Meeting and shall serve until the commencement of the next AGM. Any member of the Committee may stand for re-election.
- 4.5 Nominations for the Committee may be made by any member of the Association and and seconded by another. Nominations must have the consent of the nominee. Nominations may be made in writing at any time prior to the commencement of the Annual General Meeting. Verbal nominations made during the meeting will also be accepted providing they are proposed and seconded. Existing members can be elected by proxy and accepted provided they are proposed and seconded.
- 4.6 The Committee may co-opt no more than 50% of the total number of elected Committee members and where there are 3 or more Committee members currently in post. Co-opted members may serve for no longer than until the next Annual General Meeting or Extraordinary General Meeting. Co-opted members will be allowed to vote.

- 4.7 A Committee member (elected or co-opted) automatically ceases to be a Committee member if he/she:
- a. fails to attend 3 consecutive meetings of the Committee without reasonable cause or excuse given to the Secretary
 - b. ceases to be a member of the Association
 - c. resigns by written notice to the Committee but only if at least 3 Committee members remain in office
 - d. is removed by a resolution passed by a majority of other Committee members as per Clause 3.5 above.
- 4.8 All Committee members shall be entitled to reimbursement of reasonable out of pocket expenses incurred in the administration of the Association.
- 4.9 Any matter not provided for in the Constitution and concerning the organisation and activities of the Association shall be dealt with by the Committee whose decision shall be final.

5 POWERS

The Committee have the following powers which may be exercised in promoting the charity's 'Objects':

- 5.1 To delegate any functions of the Committee to sub-committees. These must consist of 2 or more persons appointed by the Committee but must include at least 1 Committee member. All sub-committee proceedings must be reported to the Committee, and no such sub-committee shall expend funds of the Association otherwise than in accordance with a budget agreed by the Committee.
- 5.2 To make rules consistent with the Constitution, about the Committee, to govern proceedings at General Meetings and generally about the running of the Association including bank accounts and the management of funds.
- 5.3 To set aside funds for special purposes or as reserves against future expenditure.
- 5.4 To take out Liability Insurance and Personal Accident Insurance to cover association meetings, activities, committee members/trustees, to insure the association's property against foreseeable risk.
- 5.5 To pay the costs of forming & running the association.
- 5.6 To obtain or pay for goods and services as are necessary for carrying out the work of the charity.
- 5.7 To do anything else within the law that promotes the Objects.
- 5.8 The Committee shall not undertake any activity on the school premises without permission of the Headteacher. The recommendations and decisions of the Committee and the Association cannot and must not be in any way regarded as binding on the Headteacher or staff who must retain the right to veto any actions which it is felt will be contrary to the day to day administration, well being of any pupil, or the activities and general aims of the School.

6 COMMITTEE MEETINGS

- 6.1 The Committee should meet at least once per school term, physically or virtually, and shall cause proper minutes of all its meetings to be maintained.
- 6.2 The Headteacher or her representative, shall be entitled to attend each committee meeting.
- 6.3 The Chair, or if the Chair is unable to do so, another committee member chosen by the members present must oversee each committee meeting.
- 6.4 A quorum at a committee meeting is 50% (rounded up to the nearest whole number) of the total current membership of the Committee members.
- 6.5 Decisions shall be made by simple majority vote. Except for the Chair, who has a second and casting vote, all members of the Committee have one vote. Other Members of the Association may attend these meetings as observers but will not be able to vote.

7 PROPERTY & FUNDS

- 7.1 The property and funds of the Association must only be used to fulfil the Objects (Clause 2)
- 7.2 Any Committee member who has a personal interest in a matter to be discussed at a meeting must declare an interest before discussion begins on the matter and if necessary withdraw from that part of

the meeting unless expressly invited to remain in order to provide information. The Committee member must not have a vote on the matter

- 7.3 All funding decisions will be considered by the Committee at full meetings and decisions will be made by simple majority vote. Any urgent requests may be decided by voting on email or other remote form of communication. Any such cases should be verified and minuted at the next meeting.

8 RECORDS & ACCOUNTS

- 8.1 The Committee shall comply with their obligations as to the keeping of financial records, the audit or independent examination of accounts and the preparation and transmission to the Charity Commission of annual reports, annual returns and annual statement of accounts.
- 8.2 The Committee shall cause such current and deposit accounts as they consider appropriate to be opened in the name of the Association and all drawings, instructions etc., relating to the Associations affairs shall bear the signature of any two of the following i) Chairman, ii) Treasurer, iii) Vice Chairman iv) Secretary. V) governor
- 8.3 The Committee will keep proper records of all proceedings at general meetings, committee meetings and reports of sub-committees.
- 8.4 The Treasurer shall be responsible for the keeping of all income and expenditure and shall present a financial report to all Committee meetings and shall present the accounts duly audited or independently examined for approval by the members at the AGM.
- 8.5 An auditor or independent examiner reasonably considered by the Committee to be competent to examine the accounts and who is not a member of the Committee, shall be elected by the Committee to audit or independently examine the accounts and books of the Association.
- 8.6 The financial year shall commence on Jan 1st and end on 31st December of each year.

9 GENERAL MEETINGS (ANNUAL AND EXTRAORDINARY)

- 9.1 All members are entitled to attend any General Meetings of the Association. Decisions at any General Meetings shall be by vote of Association members attending and resolutions shall not be binding upon the Association unless a two thirds majority is obtained. Except for the Chair of the meeting who has a second and casting vote, every member present is entitled to one vote on every issue.
- 9.2 There must be a quorum at a General Meeting when the total number of members present (including Committee members) is at least twice the number of Committee members in office at the start of the meeting. The only exception would be at a General Meeting where the Association is being dissolved. (see Clause 11)
- 9.3 The Chair, or if the Chair is unable to do so, another Committee member chosen by present members must oversee a General Meeting.
- 9.4 The Committee shall call an Annual General Meeting (AGM) within 12 months of the date of this constitution and thereafter an AGM must be held in each subsequent year and not more than 15 months should elapse between successive AGMs:
- a. Receive reports from officers covering all aspects of the Associations affairs.
 - b. Receive and if appropriate adopt the Statement of Accounts for the preious financial year
 - c. Elect members of the Committee
 - d. Elect Officers of the Association
 - e. Appoint an Auditor for the ensuing year
 - f. To deal with any special matter which the Committee desires to bring before the members and to receive and consider suggestions from the members for consideration by the Committee.
- 9.5 At least 21 days notice of an AGM shall be given to all members and such notice shall contain date, time and location as well as give an overview of the agenda for the meeting.
- 9.6 An Extraordinary General Meeting (EGM) may be called at any time by members of the Association. A request must be made to the Committee, stating the purpose of the meeting and be signed by no less than 10 members of the Association. The Committee must call an EGM within 21 days of the written requests being received and must take place within 3 months of the written requests being received. No business shall be transacted at such meeting other than that specified in the notice and no amendment to any resolution proposed at the meeting shall be allowed.

10 AMENDMENTS

- 10.1 Alterations to the Constitution shall be made only at the AGM or an EGM called for this purpose and must receive the assent of two thirds of the members present and voting.
- 10.2 No amendments or alterations shall be made without prior written permission of the Charity Commission to Clause 2 (Objects) and no changes shall be made which would cause the Association to cease to be a charity at law.
- 10.3 A copy of any resolution amending this Constitution must be sent to the Charity Commission within 21 days of it being passed.

11 DISSOLUTION

- 11.1 The Association may be dissolved by a resolution presented at an AGM or an EGM called for this purpose. The resolution must have assent of two thirds of those present and voting.
- 11.2 Any assets remaining on dissolution of the Association, after satisfying any outstanding debts and liabilities shall not be distributed among the members of the Association but will be given to the School for the benefit of the children of the School, in any manner which is exclusively charitable in law.
- 11.3 If effects cannot be given to this provision, then the assets can be given to some other charitable purpose within the Objects of the Association.
- 11.4 The Committee must notify the Charity Commission promptly that the Association has been dissolved and must comply with any request from the Commission including providing the Association's final accounts.

Original Constituton adopted in 1989 and subsequently amedned and adopted at the Special General Meeting on 8th July 2002 and the Annual General Meeting on 9th September 2024.

Charity number: 275753