

Friends of Captain Cook Primary School and Constitution

1. Definitions In this constitution unless the context otherwise requires: "The school" means Captain Cook Primary School in Marton. Address; Stokesley Road, Marton, Middlesbrough, TS7 8DU. "Staff" means all current members of staff at Captain Cook Primary school.

2. Title The unincorporated charitable association shall be known as Friends of Captain Cook Primary School (herein after referred to as FCCPS).

3. Objects To advance the education of pupils in the school, in particular by:

a) Developing effective relationships between the staff, parents and others associated with the school.

b) Engaging in activities or providing facilities or equipment which support the school and advance the education of the pupils.

4. Limitation The Association shall not be concerned with:

a) education policy or the school's internal organisation.

b) political issues.

5. Membership The Members of the Association shall comprise all parents or guardians of children attending the school (including nursery class) and all staff employed at the school. It also includes 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. Members can also be from the wider school community.

6. Powers of the Association The Association shall have the power to do anything considered by the General Committee to be in furtherance of the objects. This includes the power:-

a) To raise funds and invite and receive contributions in furtherance of the objects of the Association (but not by means of permanent trading. See Note 1)

b) To purchase, retain and sell any assets of any description.

c) To pay from the funds of the Association all the proper costs and expenses incurred by the General Committee in establishing and administering the charity and funds of the Association.

d) To employ and pay proper and reasonable remuneration to staff, professional and technical advisers whose services are, in the opinion of the General Committee, required for the carrying out of the purposes of the Association.

e) To establish and operate both current accounts and deposit accounts with bankers in the name of the Association provided that cheques drawn on such accounts shall not be signed by less than two members of the General Committee.

f) To distribute the funds of the association in accordance with the objects.

g) To set aside funds for special purposes or as reserves against future expenditure.

h) To do anything else within the law that promotes the objects.

7. Office Bearers The Office Bearers of the Association shall consist of:

The President (the Head Teacher of the School)

Chair

Vice Chair

Secretary

Treasurer

The General Committee of the Association may appoint such other Office Bearers as may from time to time be deemed necessary.

The Office Bearers will be elected at the AGM. Office Bearers will hold office until the next AGM, being eligible for re-election. Where an Office Bearer's position becomes vacant during the normal term of office the Committee may, at their discretion, opt to fill this post in one of the following ways: (i) the deputy for the post or an agreed member of the Committee may stand in for the duration, (ii) the Committee may elect a replacement from its membership or (iii) an Extraordinary General Meeting may be called to elect a new member to the post.

The Secretary shall be responsible for keeping accurate Minutes of all meetings and distributing these to the Committee members. Copies should be made available to any member of the Association who requests them.

8. General Committee The business of the Association shall be managed by a Committee of no more than 20 members, consisting of:

Up to 16 parents, 3 staff and the Head Teacher.

Members of the Committee shall be appointed at the AGM. They shall be elected for the period until the AGM immediately following.

In the event of any vacancies, the Committee shall have the right to co-opt as many members as necessary to complete the complement until the following AGM. The number of co-opted committee members must not be more than 50% of the total.

Where a member of the Committee fails to attend regular meetings and does not play an active role in any of the activities of the Association, the General Committee reserves the right to ask the member to step down.

Meetings of the General Committee shall be held as required during term time. At all meetings of the Committee a third of General Committee Members, at least two of whom are Office Bearers, shall form a quorum.

Each member of the committee shall have one vote and resolutions shall be passed by a simple majority vote of those present. The Chairperson shall have the deciding vote which shall be used only in the event of a tie.

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.

All members of the committee are trustees of the charity and have control of the association, its property and funds.

The committee can delegate any functions of the committee to a sub-committee. These must consist of 2 or more persons appointed by the committee and at least one member of the sub-committee must be a committee member.

9. Annual General Meetings The Annual General Meeting (AGM) shall be held in September or October each year. The notice calling the meeting shall be sent to members at least 14 days in advance provided that non-receipt of such notice by any member shall not invalidate the meeting. The business shall include:-

- a) the work of the Committee
- b) approval of the Accounts for the preceding year
- c) appointment of an independent examiner of the Accounts
- d) receipt of reports of the Office Bearers
- e) election of members to serve on the Committee
- f) discussion of motions received

At all Annual General Meetings voting shall be on the basis of one vote per member present at the meeting.

At all Annual General Meetings the quorum shall consist of no less than 5 members of the Association.

The General Committee or a minimum of 25 members, on submission of a formal written request, shall have the power to call an Extraordinary General Meeting (EGM).

Any member of the Association shall have the right to raise a motion to be voted on at the Annual General Meeting by sending the motion in writing to the Secretary by no later than 7 days prior to the AGM.

10. Finance Funds of the Association shall be lodged in a bank, building society or other account in the name of the Association. Cheques shall be drawn or withdrawals made against the signatures of two named Committee members.

The Treasurer shall be responsible for keeping accurate records of the financial transactions of the Association and for making payments approved by the committee.

The Association's financial year shall end on the last day of July in each year. The accounts shall be reviewed annually by an independent examiner appointed at the previous AGM by the members.

The Committee shall be responsible for ensuring that all property/money received by/for the Association shall be applied for the objects of the Association.

Whenever a committee member has a personal interest in a matter to be discussed at a meeting, they must declare an interest before discussion begins on the matter.

At any large Event, only 2 or 3 persons (to include the Treasurer or if the Treasurer is not available, one other Officer) are permitted to be present and to count up the money at the conclusion of the event. This will take place in a locked room with no access to other persons. All monies to be

collected from all stalls by Officers before the counting starts. Money from events should be banked as soon as is possible post event. All money should be kept locked away by the treasurer until such time as it is banked.

Two Officers can agree in writing a spend of up to £100 outside of a FVPS meeting. However, where possible all expenditure should be agreed at a FVPS Meeting or failing that, via email or via the committee's other social media groups (currently WhatsApp). Any expenditure agreed by the Officers outside a Meeting, should be declared at the next Meeting so that it can be recorded in the minutes.

11. Records and Accounts 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:

- annual reports
- annual returns
- annual statements of account

The Committee must keep proper records of:

- all proceedings at General meetings -all proceedings at Committee meetings
- all reports of sub-committees

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

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

12. Property and Funds

12.1 The property and funds of the association must only be used to fulfil the objects (clause 3).

12.2 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:

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

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

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

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

12.3.1 declare an interest before discussion begins on the matter

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

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

12.3.4 withdraw during the vote and have no vote on the matter.

13. Alterations to the Constitution

(1) Changes or additions must be made at an AGM or an EGM called for the purpose. The proposed change shall be specified in the notice calling the meeting and be approved by not less than two thirds of those present.

(2) The charity may amend any provision in this constitution provided that:

(a) no amendment may be made that would have the effect of making the charity cease to be a charity at law;

(b) no amendment may be made to alter the objects if the change would undermine or work against the previous objects of the charity;

(c) no amendment may be made to clause 3 (Objects), 10 (Finance), clause 12 (Property and Funds), clause 14 (Dissolution) or this clause without the prior consent in writing of the Commission;

(3) A copy of any resolution amending this constitution shall be sent to the Commission within twenty one days of it being passed.

14. Dissolution

(1) If the members resolve to dissolve the charity the trustees will remain in office as charity trustees and be responsible for winding up the affairs of the charity in accordance with this clause.

(2) The trustees must collect in all the assets of the charity and must pay or make provision for all the liabilities of the charity.

(3) The trustees must apply any remaining property or money: (a) directly for the objects; (b) by transfer to any charity or charities for purposes the same as or similar to the charity; 6 Notes (c) in such other manner as the Charity Commission for England and Wales ('the Commission') may approve in writing in advance.

(4) The members may pass a resolution before or at the same time as the resolution to dissolve the charity specifying the manner in which the trustees are to apply the remaining property or assets of the charity and the trustees must comply with the resolution if it is consistent with paragraphs (a) - (c) inclusive in sub-clause (3) above.

(5) In no circumstances shall the net assets of the charity be paid to or distributed among the members of the charity (except to a member that is itself a charity).

(6) The trustees must notify the Commission promptly that the charity has been dissolved. If the trustees are obliged to send the charity's accounts to the Commission for the accounting period which ended before its dissolution, they must send the Commission the charity's final accounts.

Note 1 The Committee should understand any legal restrictions on the fundraising activities the charity wants to undertake. Substantial permanent trading for the purpose of raising funds is not allowed. HM Revenue and Customs (HMRC) can advise on the limits for small scale trading. Where an Association will be relying on trading to raise funds it is recommended that a separate, non-charitable trading company should be used for the purpose and specialist legal or accountancy advice sought.