

Constitution of Friends of All Saints' School (1984) - FoASS
Parents Association of All Saints' C of E Primary School, London, SW15 1HL

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1. NAME OF THE ASSOCIATION

The name of the Association shall be the Friends of All Saints' School (1984).

2. OBJECTS OF THE ASSOCIATION

2.1. The Objects of the Association shall be to advance the education of the pupils of All Saints' C of E Primary School (the School) by providing and assisting in the provision of facilities for Education, including Religious Education, not otherwise provided by the local Education Authority. As an ancillary thereto and in furtherance of this object, the Association may:

2.1.1. Foster relationships between Parents, Governors, School Staff and others associated with the School;

2.1.2. Engage in the activities which support the School and advance the education, including Religious Education of the pupils attending the School.

3. MEMBERSHIP

3.1. The Members of the Association shall comprise:

3.1.1. Parents and carers of all pupils currently on the School roll (including the nursery class);

3.1.2. Members of the School's governing body; and

3.1.3. Teaching and non-teaching staff currently employed by the School.

3.2. Membership is terminated if:

3.2.1. ~~the Member ceases to meet the criteria set out in Clauses 3.1.1 to 3.1.3.;~~

3.2.2. the Member dies; or

3.2.3. the Member resigns by written notice to the Association.

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[3.2. Notwithstanding ceasing to become a Member of the Association and in the absence of their resignation as Trustees, Trustees who have been appointed by virtue of Clause 4.2 below will continue to serve as Trustees for the duration of the term for which they have been appointed as Trustees.](#)

4. GOVERNANCE

4.1. The Association ([Friends of All Saints' School \(1984\)](#)) is a registered charity (289162) and as such is regulated by the Charity Commission in England and Wales.

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4.2. The management and control of the Association shall be vested in a Committee, which shall consist of:

4.2.1. At least 3 Members, who must be elected to the Committee at an AGM for a minimum term of 2 years;

4.2.2. Any Co-opted Committee Members appointed to the Committee in accordance with Clause 4.4; and

4.2.3. The Head Teacher of the School (*ex officio*).

Together these shall be known as **Committee Members**.

4.3. The Committee Members must become named trustees of the Association (Trustees), and as such are responsible for controlling the management and administration of the Association. Trustee details must be notified to the Charity Commission.

4.4. The Committee may co-opt a number of additional Members, to serve on the Committee for a minimum term of 1 year (Co-opted Committee Members). The number of Co-opted Committee Members must not exceed 50% of the number of Committee Members elected at an AGM. Co-opted Committee Members must also become Trustees of the Association.

4.5. The Committee shall, either at the AGM or at the next full Committee Meeting, elect from their number the following office-bearers:

4.5.1. Chair or Co-Chairs (**Chair(s)**)

4.5.2. Treasurer (**Treasurer**)

4.5.3. [optionally, also a](#) Secretary (**Secretary**)

4.6. The Committee shall have the power to appoint any sub-committee and shall prescribe the function of any such appointed sub-committee, provided that all acts and proceedings of such sub-committees are reported back to the Committee as soon as possible.

4.7. The Committee [Members](#), whose decision is final, shall deal with any matter not provided for in this Constitution.

4.8. The Committee may invite Members of the School staff or of the School's governing body to attend Committee meetings on an *ad hoc* basis.

[4.9. Under its powers at 4.6 above, The Committee Members may invite Members of the Association to become Friends of FoASS \(Friends\) in order better to pursue its objectives and it may: \(i\) delegate specific tasks to individuals or subcommittees constituted of such Friends; and/or \(ii\) invite such Friends to attend Committee Meetings on a regular basis \(Friends on the Committee\), subject always to the exercise by the Trustees of their responsibilities pursuant to clause 4.3.](#)

5. POWERS

The Committee Members have the power to do anything considered by the Committee to further the Objects, including the power to:

5.1. Raise funds and invite contributions;

5.2. Make grants or loans of money;

5.3. Acquire, hire or dispose of property of any kind;

5.4. Pay from the funds of the Association all proper costs and expenses incurred in holding fundraising events or activities or in otherwise carrying out the work of the Association;

5.5. Reimburse Committee Members [and/or Friends](#) for expenses incurred in the performance or exercise of their duties;

5.6. Set aside funds for special purposes or as reserves against future expenditure;

5.7. Deposit funds in a bank account in the name of the Association;

5.8. Take out insurance policies to protect the Association [and Trustees](#) as required;

BUT the Committee shall not undertake any activity on the School premises without the consent of the Head Teacher of the School.

6. COMMITTEE MEETINGS

6.1. Meetings of the Committee shall be held at least once per term and at places as the Committee shall direct. [Meetings of the Committee may be held remotely \(ie by video conference\).](#)

6.2. At all meetings of the Committee, a third of Committee Members, of whom at least 2 are office bearers (see Clause 4.5), shall constitute a quorum.

6.3. Except as set out in clause 6.4, each Committee Member present at a Committee meeting shall have 1 vote and motions shall be passed by a simple majority vote in of those present.

6.4. The Chair(s) of the Committee or (in their absence) some other Committee Member elected by those present is in charge of a Committee meeting. The person in charge shall have a second or casting vote where a vote is tied.

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6.5. Committee Members shall have at least 1 week's notice of the date of a meeting and at least 1 day's notice of the agenda.

6.6. Items not on the agenda may be raised under '*Any Other Business*'.

6.7. [Minutes of Committee meetings](#) will be reviewed by the Chair(s) prior to distribution to the Committee.

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6.8. Informal meetings, convened between individual members of the Committee to progress the delivery of an activity or item, may take place without the issuing of either agendas or minutes.

6.9. [Decision of the Committee Members may be taken by written resolution and without notice, provided always that such decisions are unanimously agreed between all Committee Members and a Written Resolution recording any such decision is signed by all Committee Members.](#)

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7. GENERAL MEETINGS (ANNUAL & SPECIAL)

7.1. All Members are entitled to attend General Meetings of the Association. General Meetings may be held remotely (eg by video conference).

7.2. Written notice of any General Meeting shall be sent to Members at least 21 days in advance ([notice in a newsletter distributed by the school or via a notice published on the school's website will be deemed to be sufficient notice given to the Members](#)) provided that non-receipt of such notice by any Member shall not invalidate decisions taken at a General Meeting.

7.3. A Special General Meeting (SGM) of the Association shall be convened at the written request of at least 10 Members to the Secretary. Such meetings shall be held within 30 days of the request. A full agenda and motion shall be circulated to all Members.

7.4. Any Member of the Association shall have the right to raise a motion to be voted on at a General Meeting by sending the motion to the [Chair\(s\)](#) at least 10 days before the date of the General Meeting.

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7.5. At any General Meeting the quorum shall consist of no less than 5 Members of the Association in addition to any existing Committee Members present.

7.6. Except as set out in Clause 7.7, every Member present at a General Meeting shall have 1 vote and, except where otherwise provided for in this Constitution, every issue shall be decided by a simple majority of votes cast.

7.7. The Chair(s) of the Committee or (in their absence) some other Committee Member elected by those present [will Chair the](#) General Meeting. The [Chair of the General Meeting](#) shall have a second or casting vote where a vote is tied.

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7.8. An Annual General Meeting (AGM) of the Association must take place in September or October each year.

7.9. The business of the AGM shall include:

7.9.1. Receipt of reports from the outgoing Committee of activities conducted during the previous year and of financial distributions made to the School;

7.9.2. Discussion of any matters arising as a result of activities undertaken during the previous year;

7.9.3. Election or re-election of Members to serve on the Committee for the period until the next AGM;

7.9.4. Approval of the accounts for the preceding year;

7.9.5. Appointment of an independent examiner of the accounts;

[7.9.6. Approval of the annual report for the preceding year; and](#)

[7.9.7.](#) Discussion of priorities for fundraising during the forthcoming year.

[7.10. To the extent permitted by law and regulatory requirement, any document required to be signed for purposes of the pursuit of the objectives of the Association may be signed electronically.](#)

8. ACCOUNTS & RECORDS

8.1. Funds of the Association shall be held in a bank account in the name of the Association. Cheques shall be drawn or withdrawals made against the signatures of any two named Committee Members.

8.2. The Treasurer will keep detailed and accurate accounts which should be submitted to the Committee for review at least once per term of the school year.

8.3. [To the extent required by the Charity Commission rules,](#) accounts of the Association shall be reviewed annually by an independent auditor [or examiner](#), appointed at the AGM, prior to being submitted to the Charity Commission.

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8.4. If required by the Charity Commission rules, a Trustees Annual Report, including the report of the independent auditor, shall be submitted to the Charity Commission no later than 10 months following the end of the financial year (31 August).

8.5. The Association shall take out public liability insurance as required to cover all its meetings and activities.

9. AMENDMENT OF THE CONSTITUTION

These clauses other than Clause 2, Clause 10.2 or this clause may be varied, deleted or added to by a resolution passed by a two-thirds majority of the Members of the Association present in person at a Special General Meeting convened for that purpose and of which notice has been served upon every Member of the Association [as prescribed in Clause 7.2](#) or [their](#) last known address in the United Kingdom; provided that no variations, deletions or additions shall be made at any time to this Constitution so as to cause the Association to cease to be a charity in law.

10. DISSOLUTION

10.1. The Association may be dissolved by a resolution presented at an SGM or an AGM provided that the resolution has been included in the written notice of the meeting. The resolution must be passed by two-thirds of those voting and must include instructions for the disposal of any remaining assets.

10.2. Any assets remaining on dissolution of the Association, after satisfying any outstanding debts and liabilities shall not be distributed amongst the Members of the Association but shall be given to the School for the benefit of the children of the School in any manner which is exclusively charitable at law.

11. INTERPRETATION

In this Constitution:

AGM means an annual general meeting of the Members of the Association;

Association means Friends of All Saints' School (FOASS), the charity comprised in this constitution;

Chair/Co-Chairs means the Chair or Co-Chairs of the Association elected at the AGM;

Committee means the management committee of the Association;

Committee Member means a member of the management committee of the Association as defined in Clause 4.2;

Co-opted Committee Member means a member of the management committee who has not been elected at an AGM, as provided for in Clause 4.4;

FoASS means [Friends of All Saints' School \(1984\)](#)

Friends of FoASS means [Members of the Association who are neither Committee Members nor Trustees of the Association and who volunteer to help and or support the work of FoASS, whether on an ad hoc or regular/continuing basis;](#)

SGM means a general meeting of the Members of the Association which is not an AGM;

General Meeting means any AGM or SGM;

Governors means current members of the School's Governing body;

Members means Members of the Association as defined in Clause 3.1;

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Objects means the charitable Objects of the Association as set out in Clause

Parents means the parents or carers of all pupils currently on the School roll (including the Nursery class);

Secretary means the Secretary of the Association elected at the AGM;

School means All Saints' Church of England Primary School, Putney Common, London, SW15 1HL;

School Staff means teaching and non-teaching staff currently employed by the School;

Treasurer means the Treasurer of the Association elected at the AGM; and

Trustee means a Committee Member who is a Trustee of the Association as notified to the Charity Commission.

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This Constitution was adopted on 28/02/1984, amended on 18/10/2013 and is now amended/updated to its current form by the Members of the Association present at the Annual General Meeting, held at All Saints' C of E Primary School, Putney, London SW15 1HL, on 31 October 2022.

Signed on behalf of the Members of the Association, by:

Erica Brownlee co-Chair

Hugo Lindsay co-Chair

Claire Wood Headteacher

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