



DITTON CHURCH PRE-SCHOOL **CONSTITUTION 2021**

1 NAME

The name of the Pre-school shall be Ditton Church Pre-School, subject to the agreement of the Parochial Church Council, hereinafter referred to as “the Pre-school.”

2 AIM

2.1 The Pre-school aims to enhance the development and education of children primarily under statutory school age by encouraging parents to understand and provide for the needs of their children through community groups and by:

- a) offering appropriate play facilities and training courses, together with the right of parents to take responsibility for and to become involved in the activities of such groups, ensuring that such groups offer opportunities for all children whatever their race, culture, religion, mean or ability;
- b) encouraging the study of the needs of such children and their families and promoting public interest in and recognition of such needs in the local areas;
- c) instigating and adhering to and furthering the aims of the Pre-school.

3 POWERS

For the furtherance of these aims the Pre-school has the power to:

- a) provide accommodation and equipment and engage staff;
- b) raise money to pay for the Pre-school’s activities;
- c) make such payments as shall be necessary;
- d) fix and collect the fees payable in respect of children attending groups run by the Pre-school;

- e) subject to adherence with the applicable legislation, to control the admission of children to the groups run by the Pre-school and, if appropriate, require parents or guardians to withdraw them;
- f) set aside funds for special purposes or as reserves against future expenditure;
- g) insure the assets of the Pre-school against any foreseeable risk and to take out other insurance policies to protect the Pre-school as required;
- h) provide indemnity insurance to cover the liability of the Committee members which by virtue of any rule of law would otherwise attach to them in respect of any negligence, default, breach of trust or breach of duty of which they may be guilty in relation to the Pre-school provided that any such insurance shall not extend to any claim arising from any act or omission which the Committee members knew to be a breach of trust or breach of duty or which was committed by the Committee members in reckless disregard to whether it was a breach of trust or breach of duty or not provided also that any such insurance shall not extend to the costs of any unsuccessful defence to a criminal prosecution brought against the Committee members in their capacity as Committee members of the Pre-school;
- i) employ such paid and unpaid staff and advisors as maybe required from time to time;
- j) take such other action as may benefit the Pre-school.

4 MEMBERSHIP

4.1 Membership of the Pre-School is divided into two kinds:

- a) **Family Members**
Parents or guardians of all children who attend any group run by the Pre-school, wishing to support the aims of the Pre-school. Each family will count as one member and be entitled to have one vote at the Annual General Meeting.
- b) **Other Members**
Other interested individuals, persons or other bodies approved by the Committee shall be entitled to become members of the Pre-school but such persons shall not be entitled to become members until the Pre-school shall have received the appropriate subscription (if any) set by the Committee.

4.2 Membership of the Pre-school will cease if the Member concerned:

- a) gives written notice of resignation to the Pre-school;
- b) dies or in the case of an organisation ceases to exist;
- c) fails to pay their fees (if any) within two months from the date on which it is due, in which case the Member will cease to be a Member with effect from the date on which the period of two months expires – **NOTE:** if the Member has contacted the

Pre-school in advance regarding payment of fees and an agreement has been made with the Treasurer, their membership will continue;

- d) in the case of a Family Member the end of the last term in which any child/children of the Family Member attended any group run by the Pre-school;
- e) is removed from the membership by a resolution of the Committee on the grounds that the Member has acted in a way which brings the Pre-school into disrepute or has failed to abide by the rules of the Constitution. Before the Committee decides whether to terminate the membership of a Member the Committee will give the Member written notice of the misconduct or failure alleged to have occurred and will give the Member not less than 14 days in which to submit their answer in writing. The Committee will have regard to the Member's written response in deciding whether or not to terminate membership. The Committee shall have the final decision on whether or not to terminate the membership.

4.3 Membership of the Pre-school is not transferable.

5. COMMITTEE

5.1 The overall management and control of the Pre-school will rest with the individual members of the Pre-school's Management Committee ("the Committee"). As well as being responsible for the management of the Pre-school the Committee members are also the charity trustees of the Pre-school.

5.2 The minimum number of Committee members shall be five and the maximum shall be 12, together with up to a further two co-opted members. The Committee shall consist of:

a) four Officers –

- (1) **the Chair**, who is to be the incumbent of the Parish or in a vacancy the lay Chair of the Parochial Church Council,
- (2) **the Vice Chair**
- (3) **the Secretary**; and
- (4) **the Treasurer**

The latter three positions are preferably members of St Peter's church and on the church Electoral Roll;

b) not less than two nor more than eight other elected Members, one of whom shall be appointed by the Parochial Church Council; and

c) if the Committee so decides, it can co-opt a maximum of two further Members to the Committee, at any one time.

5.3 At least 50% of the Committee members, including co-opted members, shall at the time of election or co-option be Family Members. In the event that this 50% figure cannot be achieved, the Pre-school may elect other interested parties to make up the balance of the Committee.

- 5.4 a) The Officers (excluding the Chair) in 5.2 a) shall be elected for one year at the Annual General Meeting. Although Officers are subject to re-election at the Annual General Meeting their term of office is not subject to the same time constraint as other members.
- b) The Committee members in 5.2 b) shall be elected for one year at the Annual General Meeting. Retiring Committee members are eligible for re-election for a further year, unless they have already served on the Committee in any capacity for four consecutive years.
- c) Co-opted members in 5.2 c) may join at any time on the invitation of the Committee but shall retire at the next Annual General Meeting. No co-opted member shall serve for more than four consecutive years.
- d) In the event of the death or resignation of an elected Committee member, the vacancy shall be filled until the next Annual General Meeting by a member appointed by the Committee.
- 5.5 All Committee members each have one vote at Committee meetings. In the event of a tie the Chair of the Committee has a second or casting vote.
- 5.6 A quorum for Committee meetings shall be not less than half the Committee, including any two of the Officers.
- 5.7 All Members shall be eligible to stand for election to the Committee, except ordinarily a Member who is a paid employee of the Pre-school. A Member who is a paid employee of the Pre-school may however be eligible for election to the Committee subject to the following conditions being satisfied:
- a) No Committee member may be paid for services provided to the Pre-school that form part of their duties as a Committee member and trustee of the Pre-school;
- b) Any services which are provided by a Member who is a paid employee to the Pre-school must be subject of a written agreement between the individual and the Pre-school on such terms as are considered by the committee to be in the interests of the Pre-school and have been approved by resolution of the Committee.
- c) The amount of the remuneration for such services are what is reasonable in the circumstances and do not exceed the amount that is customarily paid by the Pre-school to other persons who are not Committee members for such services; and
- d) Not more than a minority of Committee members may at any time be the subject of such arrangements with the Pre-school and no such Committee members shall vote on or sit in any Committee meeting at which any matters concerning any such agreement relating to the provision of their services to the Pre-school is considered by the Committee.
- 5.8 Not less than two weeks before the date of the next Annual General Meeting of the Pre-school at which the election of elected Committee members will take place each Member shall be sent a form which any Member wishing to stand as a candidate for election to the

Committee must complete and return to the Secretary to indicate their willingness to act as a member of the Committee if elected.

- 5.9 At the Annual General Meeting the prospective new elected members of the Committee will be those candidates from amongst those having notified their willingness to stand who receive the highest number of votes from the Members, up to a maximum of 12 elected Committee members in total.
- 5.10 The term of office of any Committee member will automatically cease:
- a) if he or she is not re-elected or re-appointed in accordance with the provisions of this clause 5;
 - b) if they are disqualified under the Charities Acts from acting as a charity trustee;
 - c) if they are incapable whether mentally or physically of managing his or her own affairs;
 - d) if they resign (but only if at least five other elected members of the Committee will remain in office);
 - e) if they are removed by a resolution passed by a majority of the members of the Committee.

6 PROCEEDINGS OF THE COMMITTEE

- 6.1 The Committee shall meet at least four times a year, unless the Committee shall decide by simple majority to hold a further meeting or meetings.
- 6.2 Every issue considered at Committee meetings may be determined by a simple majority of the votes cast at the meeting. A written resolution signed by all members of the Committee is valid as a resolution passed in a meeting.

7. GENERAL MEETINGS

- 7.1 The Pre-school shall in each calendar year hold a general meeting as its Annual General Meeting and shall specify the meeting as such in the notice calling it. The Annual General Meeting in each year shall be held at such time and place as the Committee shall decide. In the event that a public meeting is not possible the Committee can decide to host the Annual General Meeting virtually using an appropriate technology platform. All General Meetings other than the Annual General Meeting shall be Extraordinary General Meetings.
- 7.2 Each Annual General Meeting will be chaired by the Chair or in his/her absence another member of the Committee and which shall:
- a) receive the accounts of the Pre-school for the previous financial year;
 - b) receive an annual report from the Committee;

- c) elect the new members of the Committee;
 - d) transact any other business properly put to the meeting.
- 7.3 An Extraordinary General Meeting may be called at any time at the request of the Committee or not less than one quarter of the Members:
- a) The Secretary or Chair shall send notice of the date, time and place of each Annual General Meeting and any Extraordinary General Meeting, with a list of items to be discussed, to all Members at least two weeks before the date of the meeting.
 - b) If the Committee do not call an Extraordinary General Meeting within two months of a proper request to do so, any Member may call the meeting by putting up a notice in a conspicuous place where the group meets at least two weeks before the meeting.
- 7.4 The quorum for a General Meeting shall be 10% of the members or five members, whichever is the greater. If fewer attend, a new meeting must be called at a time determined by the Committee.
- 7.5 Proposals may be put to a General Meeting of the Pre-school by the Committee or any member.
- 7.6 All proposals put to the vote at General Meetings shall be decided by a simple majority of votes cast, except proposals to amend this Constitution or to dissolve the Pre-school which shall require not less than two thirds of the Members present at the meeting to vote in favour.
- 7.7 No amendments may be made to this Constitution without the prior approval of the Charity Commission and any amendment to the aims of the Pre-school set out in paragraph 2.1 and 2.2 or to dissolution under paragraph 10 or to this paragraph 7.7 shall not take effect without the prior written consent of the Charity Commission.
- 7.8 A copy of any resolution amending this Constitution must be sent to the Charity Commission within 21 days of it being passed.

8 FINANCE AND ACCOUNTS

- 8.1 The committee will ensure that the Pre-school complies with the requirements of Charities Acts as to the keeping of financial records, the auditing of accounts and the preparation and transmission to the Charity Commission of:
- a) annual reports;
 - b) annual returns; and
 - c) annual statements of account.

8.2 The accounting records shall, in particular, contain:-

- a) entries showing from day to day all monies received and expended and the matters in respect of which the receipts and expenditures took place; and
- b) a record of the assets held and any monies owed by the Pre-school.

8.3 At each meeting of the Committee the Treasurer shall normally present an up to date written statement of accounts to the Committee.

8.4 All accounting records relating to the Pre-school shall be available for inspection by any member of the Committee at any reasonable time during normal term time and may be available for inspection by Members at the discretion of the Committee.

8.5 The Pre-school may open one or more bank accounts. All bank accounts will be in the name of the Pre-school.

8.6 Cheques and orders for payment of money from these accounts shall require to be signed by one designated person. A duplicate of all bank statements should normally be sent to the Chair. All payments are subject to limits laid out in the Pre-School Debit Card and Financial Transaction Policy

9 MINUTES

9.1 The Committee will keep minutes of all proceedings at meetings of the Pre-school and of the Committee.

10 DISSOLUTION

10.1 If the Committee resolves that the aims of the Pre-school can no longer be fulfilled, the Committee will convene an Extraordinary General Meeting of the Pre-school to consider the winding up and dissolution of the Pre-school.

10.2 If the Extraordinary General Meeting referred to in paragraph 10.1 decides by a two thirds majority of the Members present and voting that the Pre-school should be wound up the Committee in consultation with the Charity Commission shall transfer all of the assets of the Pre-school (subject to the satisfaction of all debts and liabilities of the Pre-school) in accordance with paragraph 10.4.

10.3 If at the Extraordinary General Meeting a quorum is not present within 1 hour of the time appointed for the meeting then the meeting will be adjourned to the same day of the following week at the same time and place. If at the adjourned meeting a quorum is again not present within 1 hour of the time appointed for the meeting then the Members present shall constitute a quorum.

10.4 If the Pre-school is wound up or dissolved and after all of its debts and liabilities have been satisfied there remains any assets these shall not be paid or distributed amongst the Members of the Pre-school but shall be applied in one or more of the following ways:

- a) transferred with the agreement of the Parochial Church Council, to another pre-school establishment as a charity whose governing instrument prohibits the distribution of income and property to an extent at least as great as is imposed on the Pre-school and whose objects are similar to those of the Pre-school; or
- b) in such other manner consistent with the charitable status of the Pre-school as the Charity Commission have approved in writing in advance.

11 INDEMNITY

11.1 Subject to the provisions of the Charities Acts, every member of the Committee shall be indemnified out of the assets of the Pre-school against any liability incurred by him/her in defending any proceedings, whether civil or criminal, in which judgement is given in his/her favour or in which he/she is acquitted or in connection with any application in which relief is granted to him/her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Pre-school.

This constitution was amended and approved by the members of the **Ditton Church Pre-school**

at an **Annual General meeting** held on:

Signed (**Chair**):

Signed (**Secretary**):