

Constitution GRANTOWN GRAMMAR SCHOOL PARENT COUNCIL

1. NAME Grantown Grammar School Parent Council

The organisation shall be known as the Grantown Grammar School Parent Council (referred to as 'the council').

2. STATUS

The organisation shall be a Scottish Registered Charity.

3. OBJECTS

The Objects of the council are to

- To work in partnership with the school to create a welcoming school which is inclusive for all parents and guardians
- To promote partnership between the school, its pupils and all parents and guardians.
- To develop and engage in activities which support the education and welfare of the pupils.
- To identify and represent the views of parents and guardians on the education provided by the school and other matters affecting the education and welfare of the pupils.

4. POWERS

To further the above objects, the council may:-

- (a) employ and pay any person or persons to supervise, organise and carry out the work of the council;
- (b) make reasonable provision for the payment of pensions and superannuation to or on behalf of employees and their widows and other dependants;
- (c) engage and pay fees to professional and technical advisers or consultants to assist in the work of the council;
- (d) establish local branches when and where considered to be necessary with such powers as may be considered by the council to be appropriate;
- (e) bring together in conference and work in liaison with representatives of sporting organisations, government departments, local and other statutory authorities and individuals;
- (f) take out membership of such organisations as are considered to be in the interests of and compatible with the objects of the council;
- (g) promote and carry out or assist in promoting and carrying out research, surveys and investigations and where considered appropriate publish the results;
- (h) arrange and provide for or join in arranging and providing for the holding of exhibitions, meetings, lectures, classes, seminars and training courses;

- (i) Collect and disseminate information on all matters affecting the objects and exchange such information with other bodies having similar objects whether in this country or overseas;
- (j) Cause to be prepared and printed or otherwise reproduced and circulated, free of charge or for payment, such papers, books, periodicals, pamphlets or other documents or films or recorded tapes (whether audio or visual or both) as shall further the objects;
- (k) purchase, take on lease or exchange, hire or otherwise acquire any property and any rights and privileges considered appropriate for the promotion of the objects and construct, maintain and alter any buildings considered appropriate for the work of the council;
- (l) make relations for the management of any property which may be so acquired;
- (m) sell, let, grant securities over, dispose of or turn to account all or any of the property or assets of the council;
- (n) borrow or raise money for the objects and accept gifts on such terms and on such security as shall be deemed to be appropriate;
- (o) raise funds and invite and receive contributions from any person or persons by way of subscription or otherwise;
- (p) invest the funds of the council not immediately required for the objects in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) as may at the time be imposed or required by law and
- (r) do all such other lawful things as are incidental or conducive to the attainment of the objects.

5. MEMBERSHIP

- (a) Membership of the council shall be open to parents or guardians of a child at the school (members of the Parent Forum) who are interested in furthering the aims of the council, subject to current law. In accordance with the requirements of the Office of Scottish Charity Regulation (OSCR) members are trustees of the charity and as such must have no criminal convictions. Members of the Parent Council must declare any criminal convictions to the Chair.

In order to check that persons holding office are compliant with the above OSCR regulation the Parent Council may advise all members and all nominees that a disclosure check will take place in any one year. If they so determine, they must do so before 31st August of the school year concerned. If a member does not complete the disclosure form within 7 days, his/her membership will be regarded as lapsed. If a nominee does not complete these forms or supply the necessary documentation within 7 days of such a request, his/her nomination will be regarded as null and void.

- (b) Persons wishing to be nominated must deposit a nomination form with the secretary, by 31 August prior to the AGM.

A motion to approve the appointment of any person, nominated by the above procedure, will be put before the AGM. This will usually be passed by a show of hands although any member of the Parent Forum may request a secret ballot.

- (c) The council may co-opt up to three additional external members to assist it with carrying out its functions. Co-opted members will be invited to serve for one year only, after which time the council will review and consider the requirements for co-opted members.
- (d) If a Parent Council member acts in a way that is considered by other members to undermine the objectives of the Parent Council, their membership of the Parent Council shall be terminated, if the majority of members agree. Termination of membership would be confirmed in writing to the member. A sub-committee of 3 will be appointed to investigate the matter.

GENERAL MEETINGS OF THE FORUM

6. The annual general meeting of the Parent Forum shall be held at such time (not being more than 15 months after the holding of the preceding annual general meeting) and at such place as the Council shall determine.
7. At each annual general meeting the business shall include the consideration of the annual report on the work of the council, the approval of the certified accounts, approval of appointment of previously nominated members for the parent council, the appointment of a suitably qualified person to certify the accounts, motions submitted by council or by members and the transaction of such other matters as may from time to time be appropriate.
7. The chairperson of the council may at any time at his/her discretion call a special general meeting of the Parent Forum. The secretary shall call a special general meeting of the Parent Forum within 21 days of receiving a written request so to do, signed by not less than five members and giving reasons for the request.

NOTICE OF GENERAL MEETINGS OF THE FORUM

8. At least 21 one clear days notice must be given of any annual general meeting or special general meeting. The notice must indicate the general nature of any business to be dealt with at the meeting and in the case of a resolution to alter the constitution, must set out the terms of the proposed alteration
9. The reference to "clear" days in clause 8 shall be taken to mean that, in calculating the period of notice, the day after the notice is posted and also the day of the meeting should be excluded.
10. Notice of any general meeting shall be given to all members of the Parent Forum and to all members of the council.

PROCEDURE AT GENERAL MEETINGS OF THE FORUM

- 11 No business shall be dealt with at a general meeting unless a quorum is present. The quorum for a general meeting shall be seven.
- 12 If a quorum is not present within 15 minutes after the time at which a general meeting was due to commence or if during a meeting a quorum ceases to be present the meeting shall stand adjourned to such time and place as may be fixed by the chairperson of the meeting.
- 13 The chairperson of the council shall (if present and willing to act as chairperson) preside as chairperson of each general meeting; if the chairperson is not present within 15 minutes after the time at which the meeting is due to commence, the members of the council present at the meeting shall elect from amongst themselves the person who will act as chairperson of that meeting.
- 14 The chairperson of the general meeting may, with the consent of the meeting, adjourn the meeting to such time and place as the chairperson may determine.
- 15 Every member shall have one vote which (whether on a show of hands or on a secret ballot) must be given personally
- 16.. If there is an equal number of votes for and against any resolution, the chairperson of the meeting shall be entitled to a casting vote.
- 17.. A resolution put to the vote at a general meeting shall be decided on a vote of hands unless a secret ballot is demanded by the chairperson (or at least two members present in person at the meeting) a secret ballot may be demanded either before the show of hands takes place or immediately after the result of the show of hands is declared.
- 18 If a secret ballot is demanded, it shall be taken at the meeting and shall be conducted in such a manner as the chairperson may direct; the result of the ballot shall be declared at the meeting at which the ballot was demanded.

PARENT COUNCIL MEETINGS

- 19 The minimum number of members of the council shall be 5 and there shall be no maximum number.
- 20 A member of the council shall automatically vacate office if:-
- a) S/he becomes debarred under any statutory provision from being involved in the management or control of a charity.
 - b) S/he becomes incapable through medical reasons of fulfilling the duties of his/her office and such incapacity is expected to continue for a period of more than six months
 - c) S/he ceases to be a member of the Parent Forum
 - d) S/he becomes an employee of the council
 - e) S/he resigns office by notice to the council.

OFFICE BEARERS

- 21 The council members shall elect from among themselves a chairperson, a treasurer and a secretary and such other office bearers (if any) as they consider appropriate. Although the Council may at its discretion make an appointment of someone who has not previously indicated their willingness to stand, such persons should be proposed and seconded by either a member of the Parent Council or someone nominated to be a member of the Parent Council, Persons willing to be considered for any office are asked to notify the secretary 7 days before the first Council Meeting following the Annual General Meeting of the Forum. All of the office bearers will cease to hold that office at the commencement of the first Council Meeting following the Annual General Meeting of the Forum, but shall then be eligible for re-election for the same post on no more than 2 further occasions.

POWERS OF THE COUNCIL

- 22 Except as otherwise provided in this constitution, the council shall manage its assets and undertakings.
- 23 A member of the council who has a personal interest in any transaction or other arrangement which the council is proposing to enter into, must declare that interest at a meeting of the council; s/he will be debarred from voting on the question on whether or not the council should enter into that arrangement.

- 24 For the purpose of clause 23, a person shall be deemed to have a personal interest in any arrangement if any partner or other close relative of his/hers or any firm of which s/he is a partner or any limited company of which he/she is a substantial shareholder or director, has a personal interest in that arrangement.
- 25 Provided s/he has declared his/her interest - and has not voted on the question of whether or not the council should enter into a relevant arrangement - a member of the council will not be debarred from entering into an arrangement with the council in which s/he has a personal interest under clause 23 and may retain any personal benefit which s/he gains from his/her participation in that arrangement.
- 26 No member of the council may serve as an employee of the council and no member of the council may be given any remuneration by the council for carrying out his/her duties as a member of the council.
- 27 The members of the council may be paid all travelling and other expenses reasonably incurred by them in connection with their attendance at meetings of the council, General Meetings of the Forum, or meetings of committees or otherwise in connection with the carrying out of their duties

PROCEDURES OF COUNCIL

- 28 Any member of the council may call a meeting of the council or request the secretary to call a meeting of the council.
- 29 Questions arising at a council meeting shall be decided by a majority of votes: if any equality of votes arises, the chairperson of the meeting will have a casting vote.
- 30 No business shall be dealt with unless a quorum is present. The quorum for meetings of the council shall be five.
- 31 If at any time the number of council members **present** falls below the number fixed for a quorum, the remaining members may act only for the purpose of filling vacancies or for calling a general meeting.
- 32 The chair of the council shall preside as chairperson at every council meeting at which s/he is present. If s/he is not present within 15 minutes after the time the meeting is due to commence, the council members present shall elect from amongst themselves the person who will chair the meeting.

- 33 The council may at its discretion allow any person who they may reasonably consider appropriate, to attend and speak at any meeting of the council; for the avoidance of doubt any such person who is invited shall not be entitled to vote.

DELEGATION TO SUB-COMMITTEES

- 34 The council may delegate any of their powers to any sub-committee consisting of one or more council members and such other persons as the council may determine; they may also delegate to the chairman of the council or holder of other post, such of their powers as they may consider appropriate.
- 35 Any delegation of powers under clause 34 may be made subject to such conditions as the council may impose and may be revoked or altered.
- 36 The rules of procedure for any sub-committee shall be as prescribed by the council.

MINUTES

- 37 The council shall ensure that minutes are kept of all General Meetings of the Forum and of all meetings of the council and committees and sub committees containing in each case, a note of those present, those attending and the chair and a record of all proceedings, resolutions and decisions.

ACCOUNTING RECORDS AND ANNUAL ACCOUNTS

- 38 The council shall ensure that proper accounting records are maintained in accordance with all applicable statutory requirements
- 39 The honorary treasurer shall keep proper accounting records and shall prepare proper accounts annually and at such other intervals as the council may direct.
- 40 The accounts shall be certified at least once a year by a suitably qualified person.

41 If the person appointed to certify the accounts appointed at the annual general meeting cease to hold that appointment during the period between annual general meetings, the council shall have power to appoint a replacement, to hold office until the annual general meeting which follows.

42 A certified statement of the accounts for the last financial year shall be submitted by the council to the annual general meeting.

43 A bank account shall be opened in the name of the council with such banks and/or building societies as the council shall from time to time decide. The Council shall authorise in writing four members (one of whom shall be the treasurer) to sign cheques on behalf of the council. All cheques must be signed by not less than two of the four authorised signatories.

PROPERTY

44 The title to all property heritable and moveable, which may be acquired by or on behalf of the council shall be vested in the names of the chairperson vice chairperson (where appointed), the secretary and the treasurer for the time being ex officio or in the names of trustees of a trust established for that purpose.

ALTERATIONS TO THE CONSTITUTION

45 A resolution to alter this constitution shall not be valid unless:

- (a) two thirds of the votes cast in relation to the resolution at a general meeting of the Parent Forum (whether annual or special) are in favour and
- (b) notice (setting out the terms of the proposed alteration) shall have been given to the members not less than 21 clear days before the meeting at which the alteration was proposed.

No alteration shall be made which would have the effect of causing the council to cease to be recognised by the Office of the Scottish Charity Regulator.

DISSOLUTION

46 If the council by a simple majority decide at any time that on the grounds of expense or otherwise it is necessary or advisable to dissolve the council, it shall call a special general meeting of the Parent Forum, of which meeting not less than 21 days' notice (stating the terms of the resolution to be proposed at the meeting) shall be given. If such decision is confirmed by a two-thirds majority of the votes cast in relation to the resolution at such meeting, the council shall sell such of the assets of the council as they may consider appropriate for the best price reasonably

obtainable and settle the debts and liabilities of the council. Any assets remaining after the satisfaction of such debts and liabilities shall be given or transferred to such other charitable organisation having objects, which benefit children or are similar to the objects of the council, as the council may determine.

47. ASSETS

None of the Council's assets may be distributed or otherwise applied (on being wound up or at any other time) except to further its charitable purposes.

48. CHARITABLE PURPOSE.

The expression "charitable" purpose" shall mean a charitable purpose under section 7 of the charities and trustee Investment (Scotland) act 2005, which is also regarded as a charitable purpose in relation to the application of the Taxes Acts

This is certified as a true copy of the Constitution of the Amended Grantown Grammar School Parents Council. Adopted at a meeting held on 4 November 2014

Signed

Chairperson