

Friends' School Saffron Walden Old Scholars' Association

Constitution and Rules

ADOPTION. This Constitution and Rules was proposed by the General Committee to, and unanimously accepted by, the Annual General Meeting of the Association held on 10th November 2007.

CONSTITUTION

1. NAME

The name of the Association shall be "Friends' School Saffron Walden Old Scholars' Association" – hereinafter called "the Association".

2. OBJECTS

The objects of the Association shall be:-

(a) To promote fellowship and maintain contact amongst the Members and between the Members and the Friends' School Saffron Walden – ("the School").

(b) To promote the interests and uphold the best traditions of the School, which was founded at Clerkenwell in 1702 and moved to Islington Road in 1786, to Croydon in 1825 and to Saffron Walden in 1879.

3. POWERS

The Association may engage in and organise religious, charitable, educational, cultural, social, recreational and similar activities and shall have authority to raise and hold funds and purchase and hold property and land in pursuit of its objects.

4. BRANCHES

Local Branches may be formed in any way found suitable provided that their objects, powers and activities are not in conflict with those of the Association.

RULES

1. MEMBERSHIP

(a) Ordinary

Ordinary Membership of the Association shall be open to all former scholars of the School, to all past and present members of the Staff of the School and, at the discretion of the General

Committee, to parents of past and present scholars and to other persons closely associated with the Association or the School. A subscription as defined in Rule 2 below shall be payable.

(b) Honorary

Honorary Membership of the Association may be conferred by the General Committee as a mark of esteem for outstanding service, merit or achievement in connection with the Association or the School.

(c) Termination

(i) Membership shall cease by resignation or removal. Removal shall be at the discretion of the General Committee including when an ordinary Member is more than two years in arrears with his or her subscription. Removal shall be recorded in the Minutes of the General Committee and shall have effect forthwith.

(ii) Non-payment of subscription shall disqualify an ordinary Member from office, nomination and voting, and from receiving a copy of the Annual Report.

2. SUBSCRIPTIONS

(a) Date Payable

Annual subscriptions shall be due and payable on the first day of April in each year.

(b) Amount Payable

Subject to paragraph 'c' below, ordinary Members shall pay a minimum annual subscription as decided by a General Meeting.

(c) Reduction and Waiver

The Membership Secretary may (subject to confirmation by the General Committee) reduce or waive the current annual subscription where circumstances justify it.

(d) Life

There is no Life Membership. Members who have previously paid a lump sum for Life Membership shall continue to be Members for the remainder of their life.

3. OFFICERS AND COMMITTEE

(a) Composition

The affairs of the Association shall be managed by a General Committee made up from:-

Officers:

Chair	Secretary
Treasurer	Minutes Secretary
Editor of the Annual Report	

Ex officio Members.

President
Two School Correspondents (nominated by the Head)
An Old Scholar on the School Board of Governors

(b) Frequency and record keeping of meetings

The General Committee shall meet at least once a year and minutes of the meetings shall be kept.

(c) Notice of Meetings

Minutes of the last General Committee meeting shall be sent to all Members of the General Committee at least two weeks before the next meeting and shall constitute notice thereof.

(d) Quorum

Five Members of the General Committee shall form a quorum, of whom at least two must be Officers.

(e) Co-options

The General Committee shall have power to co-opt up to four members to serve as required.

(f) Expenses

All offices of the Association shall be unpaid, but the General Committee will reimburse its members for expenses authorised by the Committee.

(g) Requisition

If not less than four Members of the General Committee deem any business of the General Committee to be urgent they may, by requisition signed by all, serve notice upon the Secretary to convene a special General Committee meeting for its consideration to be held within six weeks of the date of the receipt of the notice and the Secretary shall do so, indicating in the notice convening such meeting the nature of the business and that it has been requisitioned.

4. GENERAL MEETINGS

(a) Convening Annual General Meeting

The General Committee shall convene an Annual General Meeting of Members.

(b) Convening Special General Meeting

A Special General Meeting to consider urgent business may be called by the Committee or at the signed request of at least twenty Members. The Chair shall convene the Special General Meeting within three months the Secretary acting in accordance with paragraph 'c' below but indicating that the meeting has been requisitioned.

(c) Notice

Notice of General Meetings shall be sent to every Member. Notices shall be posted at least three calendar weeks in advance of the meeting and shall indicate the agenda.

(d) Quorum

Twenty Members shall form a quorum.

(e) Annual General Meeting Agenda:-

- (i) Notice convening the Meeting
- (ii) Worship
- (iii) Notices and messages
- (iv) Minutes of the last General Meeting
- (v) The Reports – provided for in Rule 5 – and their adoption
- (vi) Appointments and elections as provided for in Rule 6
- (vii) Report on any conferring of Honorary Membership as provided for in Rule 1(b)
- (viii) Any other business

(f) Procedure

Motions at General Meetings shall be moved and seconded. Voting when needed shall be by a show of hands. On points of order and procedure the decision of the Chair shall be final.

(g) Requisition to include item on agenda

If not less than fifteen Members deem that certain business should be considered by the Members they may, by requisition signed by all, serve notice upon the Secretary to include such business in the agenda of the next General Meeting, and the Secretary shall do so, indicating in the notice convening such meeting the nature of the business and that it has been requisitioned.

(h) Minutes

The General Committee shall cause to be kept in any suitable and convenient form minutes of all General Meetings.

5. REPORTS TO THE ANNUAL GENERAL MEETING

(a) Committee

The following officers shall present reports:-

- (i) Secretary to report on the activities of the Association for the preceding year.
- (ii) A School Correspondent to present a report on the membership of the Association.
- (iii) Treasurer to present audited accounts and a balance sheet for the past financial year and the report of the auditors appended to the balance sheet. At the Annual General Meeting the Treasurer shall present the original signed auditors' report to the Chair.
- (iv) One of the Board of Governors to report on the activities of the Board for the previous year.
- (v) A School Correspondent to present a report on the activities of the School for the previous year.

(b) Auditors

One of the Auditors shall present their signed report which shall be appended to the balance sheet and accounts as presented to the Annual General Meeting. The report shall state whether the assets of the Association have been verified and whether the terms of all trusts have been observed.

(c) Other

Any other Officer or a Member of the General Committee or a Member appointed under Rule 3 (e) may give a report if the General Committee so requests.

6. APPOINTMENTS AND ELECTIONS

(a) President

The President shall be appointed by the General Committee in the year preceding his or her period of service. All appointments are confirmed and take effect from the date of the Annual General Meeting.

(b) Officers

The Officers defined in clause 3 (a) shall be appointed by the General Committee to serve until resignation or removal, such appointment to be confirmed by the next Annual General Meeting.

(c) Ex officio Members

The above shall be appointed by the General Committee to serve until resignation or removal, such appointment to be confirmed by the next Annual General Meeting.

- (i) President
- (ii) School Correspondents

- (iii) Two members of staff nominated by the Head of the School.
An Old Scholar member on the School Board of Governors
Nominated by the School Board of Governors

(d) Trustees

Three Association Trustees, one of whom shall be the Treasurer for the time being, shall be appointed by the General Committee and their appointments are to be reported to the next Annual General Meeting. The General Committee shall review the appointments every five years.

(e) Auditors

Two Members of the Association shall be appointed as Auditors for the ensuing year at the Annual General Meeting. No Auditor may serve on the General Committee and once every five years a third member of the Association shall be appointed auditor to review the audit process over the previous four years and the current year. All payments from the Association's bank and building society accounts shall be signed by the Treasurer and counter-signed by one of the other Officers.

(f) Nominations

Nominations for any office must be received by the Secretary before the commencement of the Annual General Meeting in writing signed by a proposer and seconder and accompanied by the consent of the nominee to serve if elected.

7. ANNUAL REPORT AND ARCHIVES

(a) Contents

An Annual Report shall be published and circulated to all Members within twelve months of the preceding Annual General Meeting and shall include:-

- (i) The Minutes of General Meetings
- (ii) The balance sheet and accounts and Auditors' report
- (iii) A list of Officers, Ex-Officio Members and any Co-opted Members
- (iv) Such other matters as the General Committee or the Editor may decide

(b) Definition and safe custody of official archives

The Annual Report, all minute books, reports presented to General Meetings not elsewhere recorded in full and a copy of all official communications to the Members shall be considered to be official archives.

(c) Duties of Archivist

The Archivist shall be responsible for the collection, preservation, safe custody, availability and appropriate display of the official archives and other archival material such as reports,

records, photographs, illustrations and papers generally as might prove of interest to future generations of the Association or the School.

8. FINANCE

(a) Financial Year

The Association Financial Year shall end on the last day of March.

(b) Investment of current income

During the Association Financial Year revenue temporarily in hand may be invested or deposited at interest in the name of the Association as the Treasurer may direct.

(c) Property

Property given or bequeathed to the Association may be retained at the discretion of the Association Trustees in its existing form.

(d) Income from Property

Income from property held by the Association shall not be considered to be net and disposable unless provision for dilapidation and disrepair, depreciation or amortisation shall have been made in such amounts as the Treasurer – acting if necessary on the advice of an Architect or Surveyor – considers proper. Adequate policies shall be maintained.

(e) Payments

Cheques drawn on the Association's bankers shall be signed by the Treasurer and one of the other Officers.

9. FUNDS

(a) Separation of funds

All funds shall be kept separate or be separable and the investments thereof shall be identifiable.

(b) Definition of Capital Funds

The Capital Funds of the Association, which shall not be disposed of except under Rule 12, shall consist of:-

- (i) Subscriptions of Life Members who have died prior to 30 September 1956
- (ii) Any Fund the terms of which forbid its disposal

(c) Investment of Capital Funds

The Trustees are empowered to invest trust money in the purchase of or at interest in the security of such stocks funds shares securities or other investments or property of whatever nature and wherever situated as the Trustees in their absolute discretion think fit to the intent that the Trustees shall have the same full and unrestricted powers of investing and transposing investments as if they were beneficially entitled to the Trust Fund.

(d) Life Membership Fund

The Life Membership Fund consisting of subscriptions of Life Members paid after 30 September 1956 shall be reviewed every five years when the General Committee shall direct the Treasurer as to its future.

(e) Gifts and Bequests – Application

The General Committee shall be responsible for the acceptance of and for ensuring that all funds are applied in accordance with the known conditions of the gift or appropriate. Subject to such conditions the General Committee may apply the capital or income thereof at its absolute discretion.

(f) Gifts and Bequests – Sub-Committee

The application of fund income may where necessary be delegated by the General Committee to a sub-committee of not less than two managers who shall report annually to the General Committee on the total amount disbursed and the number (but not the names) of the beneficiaries only.

(g) Gifts and Bequests – Report of particulars

Particulars of all gifts and bequests to the Association received during the preceding financial year shall be reported by the Treasurer to the General Committee and to the next Annual General Meeting.

10. TRUSTEES

The Association Trustees shall arrange for the investments of the Association to be dealt with and held on behalf of the Association by Friends Trusts Limited or such other Trustees as the Association Trustees may recommend. This recommendation should be adopted by the General Committee. In default of unanimity on any matter the Association Trustees shall refer to the General Committee for a decision.

11. CONSTITUTION AND RULES

(a) Availability

A Copy of the Constitution and Rules of the Association shall be available on request to each new Member and copies shall be available to any Members or intending Member on request.

(b) Amendments

Any proposal to amend the Constitution and/or Rules of the Association shall be the business of a General Meeting, with at least *six weeks* notice to Members.

12. DISPOSAL OF ASSETS

Should the Association be dissolved all assets shall be disposed of and any liabilities exceeding these settled as directed by a General Meeting.

This Constitution and Rules was unanimously accepted by the Annual General Meeting of the Association held on 10th November 2007.