

Constitution of the Hertfordshire Association of School Governors

Version 6: Autumn 2019

1) Definitions

- a) "the Association" or "HASG" are the short form and acronym for the Hertfordshire Association of School Governors.
- b) Unless the context explicitly indicates otherwise, "Governing Body" shall mean a maintained school or individual academy school local governing body/committee in current membership of the Association, meeting the requirements in paragraph 3(a).
- c) Unless the context explicitly indicates otherwise "Governor" or "School Governor" shall mean a school governor or trustee belonging to a Governing Body in membership of the Association in accordance with paragraph 3(a). Note: In the case of a MAT trustees are only classed in this category if all schools in the MAT are members.
- d) "General Meeting": A meeting where the Governing Bodies in membership of the Association are each entitled to be represented as defined in 3(b).
- e) "Governing Body Voting Representative" - the person appointed by a Governing Body to vote on its behalf at a General Meeting of the Association, according to 3(b).

2) Objectives

The Association is established to:

- a) support the development, effectiveness and good practice of governors and governing bodies
- b) further the education of the children in Hertfordshire schools.
- c) promote co-operation between Hertfordshire schools.
- d) further the interests of Hertfordshire school governance through communication with, and membership of, appropriate organisations at national and local level.
- e) act as a non-party-political and non-sectarian forum for the exchange of information relating to the needs and interests of Hertfordshire governors and school governance.

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3) Membership

- a) Members shall be those governing bodies of schools or individual academy schools whether part of a multi academy trust or not in Hertfordshire which have paid the prescribed subscription to the Association within the time specified.
- b) Each Governing Body will appoint one of its governors to vote on its behalf at General Meetings, advised to the Secretary of the Association in writing (a "Governing Body Voting Representative"). In default of a named governor, its chair of governors, shall be deemed to act in this capacity. A person may act as a Governing Body Voting Representative for more than one Governing Body at the same meeting.

4) Officers

- a) The officers of the Association will be School Governors elected to the positions of chair, a maximum of 2 vice-chairs, secretary and treasurer.
- b) Officers will serve for the period between one Annual General Meeting and the next Annual General Meeting. An officer may only serve in the same post for 4 succeeding consecutive elections.
- c) If an officer of the Association ceases to be a Governor, as defined in 1(c) above, without being re-elected or re-appointed as a Governor within 3 months, he or she will cease to be an officer.
- d) Officers will be elected by ballot at the Annual General Meeting. Nominations may be made by any Governing Body, as defined in 1(b) above, and may be notified in writing before the Annual General Meeting or verbally from the floor of the meeting.
- e) The officers will be ex-officio members of the Executive Committee of the Association, with voting rights.
- f) The chair of the Association shall act as the governor representative to the Education and Skills Cabinet Panel where this is approved by Hertfordshire County Council.
- g) Should an officer be disqualified as 4(c) or resign between general meetings the executive committee may elect a replacement from within their number. Co-opted members of the executive committee will not be eligible to become an officer.

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5) Governor Representative Roles

- a) Whenever the Local Authority provides HASG with a list of roles for which it requires governor representatives, all School Governors as defined in 1(c) will be invited to nominate themselves to any role which is required to be filled and for which they are eligible. For any role where there is more than one nomination, the HASG Executive Committee will conduct an election by means that may exclude the holding of a General Meeting.
- b) No governor shall serve in more than 3 representative roles.
- c) All elected governor representatives, who are members of the Association and have not otherwise been elected to the Executive Committee of the HASG, will be ex-officio non-voting members of the Executive Committee of the Association.
- d) Officers may also be governor representatives.
- e) Governor representative roles will have different tenures of office which will be determined by the constitution of each group. Casual vacancies arising during a year will be filled by decision of the Executive Committee of HASG, which may appoint School Governors to fill them, according to such criteria as it may from time to time determine.

6) Executive Committee

- a) The Executive Committee will comprise a maximum of 15 members, including officers.
- b) Executive Committee members who cease to be School Governors, as defined in 1(c) above, and are not re-elected or re-appointed as a governor within 3 months will cease to be committee members. Committee members who do not attend meetings of the Executive Committee or of the group on which they are a representative, without sending approved apologies for a period of 6 months from the date of the last date that absence was not approved, will be considered to have resigned from the Executive Committee.
- c) The Executive Committee may invite and co-opt additional people (without voting rights) with appropriate experience to assist it. The Executive Committee will determine the length of tenure for each appointment subject to a maximum period of 12 months. The appointment may be extended for a further similar period subject to ratification of the Executive Committee.

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- d) The Executive Committee will meet at least three times each year at a time and place determined by the members of The Executive Committee. The dates of these meetings will be displayed on the Association's website a minimum of 21 days before the next meeting. Any representations from governing board members for the attention of the Executive Committee must be sent by email to the Association 14 days before the next meeting (including the day of the meeting).
- e) The Executive may appoint sub committees and working parties.
- f) The Executive Committee may also appoint representatives to national and/or regional organisations and conferences in order to further the aims of the Association.
- g) The quorum for meetings of the Executive Committee shall be one third of the committee members in post.
- h) The Executive Committee will appoint four members to meet the Local Authority's Director responsible for Education or their representatives, at least three times a year.
- i) The Executive Committee will arrange for the accounts of the Association to be independently inspected or audited as required by law.
- j) The Executive Committee shall have the power to administer the financial, personnel, and legal affairs of the Association in such manner as may be deemed best for the furtherance of the purposes of the Association; such powers shall include, inter alia the management of banking arrangements, the employment of staff, the purchase or disposal of property, the bringing or defending of any action in a court of law, and the entering into or termination of contracts for goods or services.
- k) Should a vacancy arise on the executive committee between general meetings the committee may co-opt any Governor of a member school to fill that vacancy.

7) Meetings of the Association

- a) A General Meeting of the Association shall be held annually in the Autumn Term of each year. All governors who are members of paid up governing bodies shall be eligible to attend, but voting will be confined to the nominated governor for each Governing Body, as set out in 3(b) above, present at the meeting.

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b) 21 days notice of a General Meeting of the Association shall be given to Governing Bodies, where the purpose of the meeting involves one or more of the following:

- i) Receipt of the annual report and accounts
- ii) Ratification of subscriptions
- iii) Consideration of any changes to the constitution
- iv) Election of officers

Notices of General Meetings of the Association may be given by one or more of the following methods:

- Post to the last known address
 - Email or other electronic means to the last known address
 - Electronic notice to each Governing Body in membership, sent to the school admin/office email address as listed in the school directory on the HCC website and marked for the attention of the Chair of Governors/
 - Advertising in the governor magazine of the Association or Local Authority
 - Notice on the Association's website
- c) An Extraordinary General Meeting may be called by either a majority of the Executive or by the Governing Body Voting Representatives of 5% of governing bodies in membership. 21 days notice shall be given of the meeting.
- d) The quorum for a General Meetings will be representation of 5% of governing bodies which are members. For this purpose a Governing Body Voting Representative may be counted for each Governing Body of which they are a member.
- e) Officers of the Local Authority may attend any General Meetings and may speak but may not vote.

8) Nominations of officers and committee members

- a) Only members of the Association shall be eligible to serve as officers or members of the committee.
- b) Officers and executive committee members will normally be elected at the Annual General Meeting, though may be elected at any General Meeting. Where the number of candidates for a vacancy exceeds the number of places available, an election shall be held at the meeting. Nominations may be made by any Governing Body Voting Representatives, and may be notified in writing before a General Meeting or verbally from the floor of the meeting.

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9) Rules of procedure

The following rules of procedure shall apply at all General Meetings, Executive Committee meetings, and meetings of committees and working parties established under 6(e):

- a) Voting. Unless stated otherwise, any decision at General Meetings and Committees of the Association shall be decided upon, by a simple majority of those present and eligible to vote. In the event of a tie, the chair of the meeting may then and only then cast a second and deciding vote.
- b) Minutes shall be taken of all meetings and approved at the following meeting.
- c) Any challenge to the right of someone to vote at a meeting must be made at the meeting in question, and the decision of the chair shall be final.
- d) No accidental breach of procedure shall invalidate the proceedings of a meeting, such as whether someone was properly qualified to act in a certain capacity or notice of the meeting had not been properly given.
- e) A participant in a meeting must declare the nature and extent of any direct or indirect interest which he or she has in a proposed transaction or arrangement with the Association, and any duty or any direct or indirect interest which he or she has which conflicts or may conflict with the interests of the Association or his or her duties to the Association. 'Declarations of Interest' will be a standing agenda item on every meeting agenda.

10) Finance

- a) Any monies raised by or on behalf of the Association shall be applied to further the objectives of the Association and for no other purpose. Repayment of reasonable out-of-pocket expenses may be made to people who act on behalf of the Association. The Executive Committee will agree a policy on such expenses, including travel expenses.

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- b) The Executive Committee shall maintain a bank account in the name of the Association, requiring two signatures of officers for withdrawals and cheques.
- c) The financial year shall run in parallel with the Local Authority's financial year, namely from 1 April to 31 March.
- d) A report and accounts for the previous year, will be submitted to each Annual General Meeting.
- e) The Executive Committee will propose the rate of subscription for the following financial year each year at each relevant General Meeting (Normally the Annual General Meeting).
- f) There will be three possible dates for maintained schools to join HASG in a year. 1st April, 1st September, 1st January. Full subscriptions will be charged to schools joining on 1st April, two thirds of the full subscription for schools joining on 1st September and one third for those joining on the 1st January. In the case of academies these dates are shifted by a term, the full subscription being charged on 1st September.

11) Alterations to the Constitution

- a) Amendments to this constitution shall only be considered at the Annual General Meeting or at an Extraordinary General Meeting called with that specifically on the agenda.
- b) Amendments to the constitution shall require two thirds of the Governing Bodies' representatives, appointed according to 3(b), present at the meeting to vote in favour at an Annual General Meeting or Extraordinary General Meeting.

12) Dissolution

If the Executive Committee decides by a simple majority at any time that it is necessary or advisable to dissolve the Association, it shall call an Extraordinary General Meeting. If a majority of Governing Body Voting Representatives attending the General Meeting agrees, the Association shall be dissolved. Any assets remaining after the payment of any debts or liabilities shall be given to such other non-profit making organisations having objects similar to the objects of the Association as the Executive shall decide.