

**PEAK SCHOOL
PARENT TEACHERS ASSOCIATION**

CONSTITUTION

Approved June 1992

Amended June 1994

Amended September 1996

Amended June 2002 (as underlined)

**PEAK SCHOOL PARENT TEACHERS ASSOCIATION
CONSTITUTION**

1. DEFINITIONS

- (a) The name of the Association shall be Peak School Parent Teachers Association, hereafter referred to as “the Association”.
- (b) “the School” means Peak School, of 20 Plunketts Road, Hong Kong.
- (c) “the Principal” means the Principal of the School.
- (d) “the Pupils” means children who are pupils of the School or who have been offered a place at the School and each a “Pupil”.
- (e) “the Objects” means the powers of the Association as set out in this constitution.
- (f) “the Powers means the powers of the Association as set out in this constitution.
- (g) “the Parents” means any or all of the parents or guardians of the Pupils and each a “Parent”.
- (h) “the Chairman” means the Chairman of the Association duly elected in accordance with Clause 8 of this constitution.
- (i) “the Executive Committee” means the executive committee appointed in accordance with Clause 8 of this constitution.
- (j) “General Meeting” means an Extraordinary General Meeting or an Annual General Meeting of the Association duly convened in accordance with this constitution.
- (k) “School Year” means the period from 1 September to the next following 31 August.

The masculine imputes the feminine as well and the singular imputes the plural as well and in each case vice versa.

Clause headings are for ease of reference only.

2. ADDRESS

The registered address of the Association shall be Peak School, 20 Plunketts Road, The Peak, Hong Kong.

3. OBJECTS

The objects of the Association shall be:

- (a) To foster and promote close co-operation and contact between the Parents and the teaching staff of the School for furthering the welfare of the Pupils;
- (b) To provide or assist in providing educational aids, materials and extra-curricular activities which are not normally provided by the English Schools Foundation;
- (c) To improve the educational environment of the School for the benefit of the Pupils;
- (d) To conduct activities to raise funds and to receive donations, such funds and donations to be used for the benefit of the Pupils and the School;
- (e) To provide opportunities for members of the Association to meet in an informal atmosphere;
- (f) To provide opportunities for discussion on general educational matters;
- (g) To provide as far as possible a transport service to and from the School for the Pupils whose parents are members of the Association provided that such transport service shall be fully financed by parents of the pupils using the service. In addition, to provide transport service for such activities of the School as the Principal or his nominee and the Executive Committee together shall approve;
- (h) To carry out such further activities as the members of the Association may decide in furtherance of the objects.

The Association shall not attempt to interfere in the international management of the School.

4. POWERS

- (a) The Association shall have such powers as are necessary or desirable for the fulfillment of the Objects including, but not derogating from the generality of the above, the power to raise funds in support of any of the Objects by whatever means the Executive Committee or the Association in General Meeting may decide, including (where ancillary to raising funds in support of any of the Objects) making donations to any charitable organization, and the power to make donations to the School.

5. MEMBERSHIP

(a) Categories of membership

- i) Ordinary Members;
- ii) Teaching Members;
- iii) Honorary Members;

(b) Eligibility and application for membership (subject to sub-clause(c))

i) Ordinary Members

The Parents are eligible for membership as Ordinary Members and shall become Ordinary Members by paying to the Honorary Treasurer the annual subscription. An annual subscription shall be payable per family and payment thereof shall qualify both parents or guardians of a Pupil as Ordinary Members for that School Year. Subscriptions shall be due in respect of each School Year and any person who has not paid his subscription shall not be entitled to be an Ordinary Member during that School Year until his subscription has been paid in full.

ii) Teaching Members

Teaching staff of the School shall be Teaching members of the Association by virtue of their appointment to the teaching staff. Their membership shall cease on termination of their appointment. No subscription shall be payable by a Teaching Member.

iii) Honorary Members

Any person who is invited by the Association to be an Honorary Member and who accepts such an invitation shall be an Honorary Member for such period as the Association shall decide. No subscription shall be payable by an Honorary Member.

Any person eligible to become an Ordinary Member and a Teaching Member shall elect which he is to be but may not be both contemporaneously.

(c) Cancellation of membership

i) Ordinary Members

By a vote of two-thirds of the Ordinary Members present at a duly-constituted General Meeting a person may be declared no longer to be an Ordinary Member.

ii) Honorary Members

By a vote of two-thirds of the Ordinary and Teaching Members present at a duly-constituted General Meeting a person may be declared no longer to be an Honorary Member.

If any such person has paid a subscription for the Financial Year in which such General Meeting took place it shall be forfeited to the Association.

6. EXECUTIVE COMMITTEE, ESF REPRESENTATIVES AND COUNCIL REPRESENTATIVES

- (a) The administration of the Association shall be vested in an executive committee elected pursuant to Clause 8. The members of the Executive Committee shall be:
- i) The Chairman
 - ii) The Vice-Chairman
 - iii) The Honorary Secretary
 - iv) The Honorary Treasurer
 - v) Between Four and Six Parent Representatives
 - vi) Two Teacher Representatives
 - vii) The Principal
- (b) The Executive Committee shall have the power to fill any casual vacancies occurring in the membership of the Executive Committee from among the Association's membership.
- (c) The Executive Committee may invite the School Bus Co-ordinator or other servant of the Association or any member of the association to attend and speak at meetings of the Executive Committee but such invitee shall not be entitled to vote (unless he is in some other capacity a member of the Executive Committee).
- (d) The Executive Committee shall act in accordance with any resolution of the Association passed by a vote of two-thirds of the total of all the Ordinary and Teaching Members present at a duly-constituted General Meeting.
- (e) The Chairman, together with one Ordinary Member of the Association elected by the Executive Committee from among their number, or, where, the Chairman is not available then two such Ordinary Members so elected, shall, subject to the Rules of the English Schools

Foundation in this respect, serve as representatives of the Association on the School Council.

- (f) The Chairman, together with one Ordinary Member of the Association elected by the Executive Committee from among their number, or, where the Chairman is not available then two such Ordinary Members so elected, shall serve as representatives of the Association on the English Schools Foundation.
- (g) The representatives of the Association on the School Council and the English Schools Foundation shall report to the Executive Committee following each meeting of the School Council and the English Schools Foundation respectively.
- (h) The Executive Committee shall have power to form Sub-Committees constituted of any members of the Association and to delegate to any Sub-Committee such powers as it thinks fit. A Sub-Committee may not commit the Executive Committee of the Association to any expenditure without the consent of the Executive Committee, such consent to be given in writing by the Honorary Treasurer, or in the absence of the Honorary Treasurer, by the Chairman.
- (i) The Executive Committee shall have the power to make rules governing the organization and use of the school bus service and such rules shall be binding upon members making use of such bus service.
- (j) The Executive Committee shall have the power to appoint a School Bus Organiser and such other servants of the Association at such remuneration and upon such conditions as the Executive Committee may see fit. Any such school Bus Organiser or other servant so appointed may be removed by the Executive Committee.

7. MEETINGS OF THE EXECUTIVE COMMITTEE

- (a) The Chairman or in his absence the Vice-Chairman shall take the Chair at all meetings of the Executive Committee. In the absence of the Chairman and the Vice-Chairman the Committee shall appoint some other person present to act as Chairman of the meeting then being held. Any Committee Member may insist that a vote be taken on any matter. In the event of a vote being taken, each Committee Member present shall have one vote and, subject as provided elsewhere herein, resolutions shall be passed by a majority vote. In the event of a tied vote, the person who takes the Chair at a meeting shall have a casting vote at that meeting.
- (b) At Executive Committee meetings five shall form a quorum.
- (c) The Executive Committee shall meet at least once in each school term.

- (d) At least five days notice of Executive Committee meetings shall be given to all Committee Members provided that Executive Committee may dispense with this requirement by unanimous vote of all Committee Members.
- (e) Minutes of all Executive Committee meetings shall be kept by the Honorary Secretary or, in the absence of the Honorary Secretary, by another person appointed by the Executive Committee.

8. ELECTION AND ADMISSAL OF THE EXECUTIVE COMMITTEE

- (a) Each Committee Member (excluding the Principal and Teacher Representatives) shall be elected at the Annual General Meeting. Teacher Representatives shall be elected at a separate meeting of Teaching Members which shall take place within two weeks of the Annual General Meeting, or where the Annual General Meeting is held in June of any year, then before the date of the first Executive Committee Meeting after the 1st September in that year. Each Committee Member (excluding the Principal) shall resign or be deemed to have resigned at the latest by, and may offer himself for re-election at, the next following Annual General Meeting.
- (b)
 - i) Ordinary Members may be nominated for any may propose, second and/or vote for candidate(s) for Chairman, Vice-Chairman, Honorary Secretary and Honorary Treasurer.
 - ii) Ordinary Members may be nominated for and may propose, second and/or vote for candidate(s) for Parent Representatives.
 - iii) Teaching Members may be nominated for and may propose, second and/or vote for candidate(s) for Parent Representatives.
- (c) Nominations for each of the offices of Chairman, Vice-Chairman, Honorary Secretary, Honorary Treasurer and Parent Representatives may be made to the Honorary Secretary at least three days before the date of each Annual General Meeting, giving the names and signatures of the proposer and seconder or the nominations and giving the signed consent of the nominee to accept the post if elected.
- (d) In the event of no nominations having been received for a vacancy in a particular post to the Annual General Meeting, any Member entitled to vote for a candidate for such vacancy may present a nomination at such Meeting.
- (e) Two tellers (who may vote but may not stand for any office) shall be appointed by majority vote by show of hands of the total of all Ordinary Members and Teaching Members present.

- (f) Elections for members of the Executive Committee at the Annual General Meeting shall be by means of secret written ballot where prior written nominations exceed the number of vacancies in posts available for election. Where not more than one nomination is received for any vacancy prior to the Annual General Meeting, then each person so nominated shall be declared elected prior to the consideration by the Annual General Meeting of any nominations from the floor to fill any remaining vacancies. In the case of nominations from the floor, voting shall be by show of hands conducted in such a manner as the Chairman of the Meeting shall direct.
- (g) In respect of each election each Member entitled to vote shall have the same number of votes as there are vacancies to be filled. The candidate with the greatest number of votes shall be elected and, in the case of any post with more than one vacancy, the candidate with the second greatest number of votes shall also be elected and so on until all vacancies for such posts have been filled.
- (h) The Executive Committee may dismiss by vote of two-thirds of those present and entitled to vote at any meeting of the Executive Committee any Committee Member who is absent from two consecutive meetings without the consent of the Executive Committee, which consent may be given in advance or in arrears and shall not be unreasonably withheld.
- (i) Any member of the Executive Committee (other than the Principal) may be dismissed by a vote, subject to Clause 12, at an Extraordinary General Meeting of two-thirds of those present and entitled to vote at an election of such a Committee Member. In any such case elections to fill the resultant vacancies may be held at the same General Meeting with nominations presented at such General Meeting.

9. ANNUAL GENERAL MEETING

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- (a) The Annual General Meeting shall take place on or before 28th February each year at a time and place determined by the Executive Committee.
- (b) Items for inclusion in the Agenda of the Annual General Meeting shall be submitted to the Honorary Secretary in writing not later than seven days before the date of the meeting.
- (c) The business of the Annual General Meeting shall include, unless the Annual General Meeting otherwise decides:
 - i) approval of the minutes of the previous Annual General Meeting;
 - ii) receipt of the annual report of the Chairman;

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- iii) laying before the meeting and passing of the audited balance sheet and statement of accounts for the preceding financial year;
- iv) election of the Chairman, Vice-Chairman, Honorary Secretary, Honorary Treasurer and Parent Representatives;
- v) appointment of an honorary auditor;
- vi) those matters affecting the affairs of the Association which have been included in the Agenda;
- vii) subject to the approval of the majority of Members present, any matter raised at the meeting by a Member but not included in the Agenda.

No question of school management shall be raised in the first instance at an Annual General Meeting without having been discussed by the Executive Committee who shall be bound to place the matter on the Agenda of the Annual General Meeting if requested to do so. The principal shall have the ultimate decision on all educational matters.

10. EXTRAORDINARY GENERAL MEETING

- (a) The Executive Committee may convene an Extraordinary General Meeting of the Association, specifying in the notice convening the Meeting the matter of matters for which the Meeting is being called. No other business shall be transacted at the Meeting.
- (b) The Executive Committee shall, within six weeks after the request of at least ten percent of the Members of the Association for the time being entitled to vote at a General Meeting, convene and hold an Extraordinary General Meeting of the Association.

11. NOTICE OF GENERAL MEETINGS

- (a) Notice of any Annual General Meeting or Extraordinary General Meeting shall be given in writing to all Ordinary Members Teaching Members and Honorary Members of the Association at least fourteen days before the date of such meeting in the case of an Annual General Meeting and at least twenty one days before the date of such Meeting in the case of an Extraordinary General Meeting. Ordinary Members, Teaching Members and Honorary Members may attend General Meetings.
- (b) Irrespective of any other provision herein, where it is intended by any person at an Extraordinary General Meeting to move a resolution(s) to amend or add to this Constitution, to dissolve the Association, to alter the number of Committee Members or to dismiss any Committee Member, a clear indication in writing signed by such person of such intention shall be given to the Executive Committee at least twenty-one days before such Extraordinary General Meeting,

otherwise the resolution even if purportedly passed at the General Meeting shall be void.

12. PROCEDURE AT GENERAL MEETINGS

- (a) At any General Meeting the Chairman, or in his absence the Vice-Chairman, shall take the chair. In the absence of both the Chairman and the Vice-Chairman the Meeting shall elect a Chairman.
- (b) Subject to Clause 8, in the event of a vote each Ordinary Member and each Teaching Member shall have one vote and in the event of a tied vote the Chairman shall have a casting vote. Two tellers, who may vote, shall be elected by show of hands by majority vote of the total of all Ordinary members and Teaching Members present in person.
- (c) Voting shall be by show of hands unless a poll be demanded by at least ten members present in which case the Chairman shall decide the manner of taking such poll and, subject as provided elsewhere herein, resolutions shall be passed by majority vote.
- (d) The quorum at all General Meetings shall be thirty members or twenty percent of the total membership for the time being entitled to vote whichever is the less, to arrive within thirty minutes of the time appointed for the commencement of the meeting.
- (e) Minutes of General Meetings shall be kept by the Honorary Secretary or by another person appointed by the Executive Committee.

13. FINANCE

- (a) The funds of the Association shall be constituted from the subscription of members and from such other sources as the Association may be donation and otherwise acquire.
- (b) The funds of the Association may be used for any purpose approved by resolution of the Executive Committee which relates to the general operating costs of the Association or to the Objects or the Powers.
- (c) Funds stated specifically to be or to have been raised for a definite Object or Power or purpose shall not be used for any other purpose without the consent of the Association in General Meeting.
- (d) The Honorary Treasurer shall keep a record of all funds received and disbursed by the Association.
- (e) The Executive Committee shall have the power to open one or more bank accounts in the name of the Association and may authorize the withdrawal of money therefrom against any two of the signature of the Chairman, the Vice-Chairman, the Honorary Treasurer and the Honorary Secretary for the time being of the Association.

- (f) The accounts of the Association shall be audited by an honorary auditor appointed at the Annual General Meeting. The audit shall be completed in due time for presentation of the Association's accounts to the Association at the Annual General Meeting.
- (g) The Honorary Treasurer shall present a balance sheet and a statement of accounts at each Annual General Meeting in respect of the most recent Financial Year ended prior to such Annual General Meeting.
- (h) The Financial Year of the Association shall ~~be the same as the School Year.~~ Notwithstanding this, subscriptions shall be due and payable on the basis of the School Year.
- (i) The amount of the annual subscription shall be determined by the Executive Committee.

Deleted: begin on the 1st day of May and shall end on the 30th day of April of the following year

14. DEBTS AND LIABILITIES, AND GOVERNING LAW

The debts and liabilities of the Association to persons other than members and this Constitution generally shall be governed by and construed in accordance with the general principles of agency, provided that no Committee Member or servant of the Association shall assume or be deemed to have assumed any additional liability by virtue of being a Committee Member or servant, in the absence of fraud.

15. ALTERATION OF CONSTITUTION

Subject to Clause 11, this Constitution may be altered and/or additions be made thereto at a General Meeting by the vote of two-thirds of those present and entitled to vote. Provided always that notwithstanding anything contained herein to the contrary no alteration shall be made to those clauses relating to the Objects or to the dissolution of the Association which would cause the Association to cease to be a charity at law.

16. DISSOLUTION OF THE ASSOCIATION

- (a) The Association may be dissolved only by a resolution of two thirds of the total of all Ordinary and Teaching Members for the time being of the Association present and voting at an Annual General Meeting or, subject to Clause 11, at an Extraordinary General Meeting.
- (b) Any assets remaining on dissolution of the Association after satisfying any outstanding debts and liabilities shall be transferred to another registered organization with similar objects or to a local recognized charity as may be decided by Members at a General Meeting, provided always that none of the assets shall be distributed to any Member of the Association, and provided always that the registered organization with similar objects or the local recognized charity receiving the assets prohibits its assets being distributed amongst its members or being channeled for non-charitable purposes.

17. The Association shall be non-political.