CONSTITUTION OF DE NEDERLANDSE REGENBOOG SCHOOL

Adopted on the 22nd of September 2007 [and amended on .. June 2017]

PART 1

1. Adoption of the Constitution

The association and its property will be administered and managed in accordance with the provisions in Parts 1 and 2 of this constitution.

2. The Name and location

The association hereby founded shall be called **De Nederlandse Regenboog School** and is located in London (and in this document it is called "the Charity").

3. The Objects

The objects of the Charity are:

a) To advance the education in the Dutch language for children who are already familiar with the language or have at least one parent/carer speaking the language or one parent/carer with the Dutch or Belgian nationality.
b) To advance education in the Dutch/Flemish culture through special activities during language lessons.

4. Application of the Income and Property

1) The income and property of the Charity shall be applied solely towards the promotion of the Objects, including the following purposes:

   a) For hiring premises necessary for the activities of the school.
   b) To pay the salaries and expenses of the teaching staff at the school.
   c) To fund special events.
   d) For the purchase of educational equipment and material.
   e) For the settlement of any expenses associated with the administration, maintenance and operation of the school and its activities.

2) The income of the charity shall consist of:

   a) The school fees payable by members with children attending the school, the amount of which is determined by the Governing Body.
   b) Any possible grants from the Dutch or any other government agency.
   c) Funds raised by the social and fund-raising activities of the Charity.

d) Nonrecurring contributions and donations which are received by the Charity.

5. Dissolution

1) If the members resolve to dissolve the Charity, the Governing Body will remain in office and be responsible for winding up the affairs of the Charity in accordance with this clause.

2) The Governing Body must collect in all the assets of the Charity and must pay or make provision for all the liabilities of the Charity.

3) The Governing Body must apply any remaining property or money
   a. Directly for the Objects;
   b. By transfer to any Charity or charities for purposes the same as or similar to the Charity;
   c. In such other manner as the Charity Commission for England and Wales ("the Commission") may approve in writing in advance.

4) The members may pass a resolution before or at the same time as the resolution to dissolve the Charity specifying the manner in which the Governing Body needs to apply the remaining property or assets of the Charity and the Governing Body must comply with the resolution if it is consistent with paragraphs a–c inclusive in sub-clause 3 above.

5) In no circumstances shall the net assets of the Charity be paid to or distributed among the members of the Charity.

6) The Governing Body must notify the Commission promptly that the Charity has been dissolved. If the Governing Body is obliged to send the Charity's accounts to the Commission for the accounting period which ended before its dissolution, they must send the Commission the Charity's final accounts.

6. Amendments

1) The Charity may amend any provision contained in Part 1 of this Constitution provided that
   a. No amendment may be made that would have the effect of making the Charity cease to be a Charity at law;
   b. No amendment may be made to alter the Objects if the change would not be within the reasonable contemplation of the members of or donors to the Charity;
   c. No amendment may be made to clause 4 without the prior written consent of the Commission;
   d. Any resolution to amend a provision of Part 1 of this constitution is passed by not less than two thirds of the members present and voting at a general meeting.

2) Any provision contained in Part 2 of this constitution may be amended, provided that any such amendment is made by resolution passed by a simple majority of the members present and voting at a general meeting.

3) A copy of any resolution amending this constitution shall be sent to the Commission within twenty-one days of it being passed.

PART 2

7. Membership

1) The members of the Charity shall be the parents/carers of children attending the school, with a maximum of two per family.

2) The Governing Body may only refuse an application for membership if, acting reasonably and properly, they consider it to be in the best interests of the Charity to refuse the application.

3) Membership is not transferable to anyone else.

4) The Governing Body must keep a register of names and addresses of the members which must be made available to any member upon request.

5) Every member shall have the following obligations:
   a) To pay the school fees for their children that are attending the school
   b) To adhere to the decisions taken at ordinary and extraordinary general meetings and the decisions of the Governing Body.
   c) To act in accordance with this Constitution and make every reasonable effort for the advancement of the Establishment's aims and objects.

6) Every member shall have the following equal rights:
   a) The right to vote for the election of and to seek election to the Governing Body, provided that he/she has paid all monies due from him/her to the Charity.
   b) The right to inspect the books of the Charity after submitting a written application to the Governing Body, stating the reasons.
   c) The right to see the minutes of the meetings of the Governing Body after submitting a written application to the Governing Body, stating the reasons.
   d) The right to withdraw from the Charity. The intention to withdraw should be presented to the Governing Body in writing. The outgoing member is obliged to pay his/her school fees for the current term.

8. Termination of Membership

Membership is terminated if:
a) The member dies;
b) The member no longer has children attending the school;
c) Any sum due from the member to the Charity is not paid in full within four months of it falling due;

d) The member is removed from membership by a resolution of the Governing Body that it is in the best interests of the Charity that his or her membership is terminated.

9. Annual and Special General Meetings

1) The Charity must hold a general meeting within twelve months of the date of the adoption of this constitution.

2) An annual general meeting must be held in each subsequent year and not more than fifteen months may elapse between successive annual general meetings.

3) All general meetings other than annual general meetings shall be called special general meetings.

4) The Governing Body may call a special general meeting at any time.

5) The Governing Body must call a special general meeting if requested to do so in writing by at least ten members or one tenth of the membership, whichever is the greater. The request must state the nature of the business that is to be discussed. If the Governing Body fails to hold the meeting within twenty-eight days of the request, the members may proceed to call a special general meeting but in doing so they must comply with the provisions of this Constitution.

10. Notice

1) The minimum period of notice required to hold any general meeting of the Charity is fourteen clear days from the date on which the notice is deemed to have been given.

2) A general meeting may be called by shorter notice, if it is so agreed by all the members entitled to attend and vote.

3) The notice must specify the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an annual general meeting, the notice must say so.

4) The Governing Body must give the notice to all the members and to the Trustees.

11. Quorum

1) No business shall be transacted at any general meeting unless a quorum is present.

2) A quorum is;
   - Three members entitled to vote upon the business to be conducted at the meeting; or

- One tenth of the total membership at the time, whichever is the greater.

12. Chair

1) General meetings shall be chaired by the person who has been elected as Chair.

2) If there is no such person or he or she is not present within fifteen minutes of the time appointed for the meeting a member of the Governing Body nominated by the Governing Body shall chair the meeting.

3) If there is only one member of the Governing Body present and willing to act, he or she shall chair the meeting.

4) If no member of the Governing Body is present and willing to chair the meeting within fifteen minutes after the time appointed for holding it, the members present and entitled to vote must choose someone to chair the meeting.

13. Votes

Each member shall have one vote but if there is an equality of votes the person who is chairing the meeting shall have a casting vote in addition to any other vote he or she may have.

14. The Governing Body

1) The Charity and its property shall be managed and administered by the members of the Governing Body. Tasks can be delegated to other members of the Charity.

2) The Governing Body shall have at least the following Officers:
   - A chair,
   - A secretary,
   - A treasurer.

3) The Governing Body appoints a school director who will not be an Officer or other member of the Governing Body.

15. The Duties of the Officers

1) The duties of the chair are:
   a) To invite the members of the Governing Body to the regular meetings and prepare the agenda.
   b) To call the Annual General Meeting.
   c) To chair the meetings of the Governing Body and the annual and special general meetings and direct the discussion during

the meetings and to have a casting vote in the event of a tied vote.

d) To represent the Governing Body and the Charity as and when appropriate.

2) The duties of the secretary are:
   a) To keep the minutes of the general meetings, the Governing Body meetings and the Trustees meetings, including:
      - The names of the attendees;
      - The decisions made at the meetings; and
      - Where appropriate the reasons for these decisions.
   b) To handle the correspondence of the Charity.
   c) To maintain a register of the assets.
   d) To maintain a register of the members.
   e) To maintain a register of the appointments of Governors and Trustees.
   f) To maintain a register of all children on the waiting list.
   g) To notify the Commission promptly of any changes to the Charity's entry on the Central Register of Charities.

3) The duties of the treasurer are:
   a) To collect all the income.
   b) To settle all payments and to keep all the appropriate invoices.
   c) To keep the basic accounting work relating to receipts and payments and provide details to the external accountant.
   d) To provide details concerning the financial position of the Charity, should the Governing Body so request.
   e) To ensure that the Charity complies with its obligations under the Charities Act 1993 with regard to:
      - The keeping of accounting records for the Charity;
      - The preparation of annual statements of account for the Charity;
      - The transmission of the statements of account to the Charity;
      - The preparation of an annual report and its transmission to the Commission;
      - The preparation of an annual return and its transmission to the Commission.
   f) To ensure the accounts are prepared in accordance with the provisions of any Statement of Recommended Practice issued by the Commission.

16. <u>The duties of the school director</u>:

The duties of the school director are:

a) To take responsibility of the educational planning and the running of the classes.
b) To manage recruitment of new teachers.
c) To manage temporary teachers in case of absence of the regular teachers.

d) To advise on the ordering of equipment and educational materials.
e) To liaise with the school inspectors from the Dutch Government (NOB = Nederlands Onderwijs in het Buitenland).
f) To ensure an attendance and absence record are maintained.
g) To render account and report to the Governing Body.

17. The Appointment of the members of the Governing Body

1) The Charity in general meeting shall elect the Officers and the other members of the Governing Body.

2) The Governing Body may appoint any member who is willing to act as a member of the Governing Body. Subject to sub-clause 5 of this clause, they may also appoint members to act as officers.

3) Each of the members of the Governing Body shall retire with effect from the conclusion of the annual general meeting next after his or her appointment but shall be eligible for re-election at that annual general meeting.

4) No-one may be elected a member of the Governing Body at any annual general meeting unless prior to the meeting the Charity is given a notice that:
   a) Is signed by a member entitled to vote at the meeting;
   b) States the member's intention to propose the appointment of a person as a member of the Governing Body;
   c) Is signed by the person who is to be proposed to show his or her willingness to be appointed.

5) The Governing Body may not appoint a person to be an Officer if a person has already been elected or appointed to that office and has not vacated the office.

6) The members of the Governing Body (including the Officers) shall be those persons elected at the meeting at which this constitution is adopted.

18. Disqualification and removal of members of the Governing Body

A member of the Governing Body shall cease to hold office if he or she:

1) Is disqualified for acting as a member of the Governing Body by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);

2) Ceases to be a member of the Charity;

3) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;

4) Resigns as a member of the Governing Body by notice to the Charity (but only if at least two members of the Governing Body will remain in office when the notice of resignation is to take effect);

5) Is absent without the permission of the Governing Body from all their meetings held within a period of six consecutive months and the Governing Body resolves that his or her office be vacated.

19. The Trustees

1) A Trustee is a nominated person or a nominated representative of an organisation or company with a relevant connection to the objects of the Charity.

2) The number of Trustees shall be not less than three and not greater than seven.

3) The first Trustees shall be those persons nominated as Trustees at the meeting at which this constitution is adopted.

4) The Governing Body proposes any new Trustees and asks the members for approval at the next annual general meeting or special general meeting.

5) Trustees will be appointed for a period of two academic years after which the Government Body can extend the appointment for another two academic years.

6) A Trustee may not appoint anyone to act on his or her behalf at meetings of the Trustees.

20. Duties of the Trustees

1) The Trustees will attend an annual trustees meeting where the Governing Body presents its report of the previous academic year and its plans for the upcoming year.

2) The trustees meeting will be within two months after the date of the annual general meeting.

3) The Trustees will discuss the plans of the Governing Body and will give advice to improve the plans for the future.

4) The Trustees will occasionally represent the Charity and help with fundraising.

21. Disqualification and removal of Trustees

A Trustee shall cease to hold office if he or she:

1) Is disqualified for acting as a Trustee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);

2) Becomes incapable by reason of mental disorder, illness or injury of managing and administering his or her own affairs;

3) Resigns as a Trustee by notice to the Charity (but only if at least three Trustees will remain in office when the notice of resignation is to take effect).

Signatures

Name	Officer	Date	Signature
Maud Nauta	Chair		