

Educational  
Centres  
Association



*Partners in Lifelong Learning*

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# CONSTITUTION

*Approved and Adopted by the Special General Meeting  
London, 11 October 2008*

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**Charity Commission No: 313302**

## PART 1

### Name and Object

The Association shall be called the Educational Centres Association, (hereinafter referred to as "The Association"). The object of the Association shall be the promotion of adult education and lifelong learning. It shall be non-partisan in politics and religion.

## PART 2

### Powers

In furtherance of the above object the Association may: -

1. Seek to unite for their mutual benefit all those centres in the United Kingdom which provide adult education and lifelong learning and seek to promote a corporate life for such education within suitably equipped buildings and give reasonable opportunities for their members to participate in centre management.
2. Advise and assist centres on all matters relating to the organisation, management and finance of institutional adult education and lifelong learning and serve as a medium for the interchange of information relating to the activities of educational centres.
3. Assist suitable institutions to develop along lines which will make them eligible for corporate membership of the Association and to encourage the establishment of centres, either directly or in co-operation with Local Education Authorities, University departments of Extra Mural Studies or any other suitable body.
4. Undertake educational projects, including those concerned with parenting, family and intergenerational learning.
5. Provide appropriate classes and courses for member centres and other approved adult educational institutions and lifelong organisations, as well as opportunities for officers, wardens and members of educational centres to confer with one another and with representatives of kindred bodies on matters of common interest.
6. Make known through conferences, publications and other appropriate means, the benefits which centre members directly, and the local community indirectly, may enjoy from the existence of educational centres.
7. Sponsor either directly or in co-operation with other bodies, educational experiments and research into adult education and in particular institutional adult education and lifelong learning.
8. Associate with the centres such educational organisations and private persons as are in sympathy with the above object.
9. Do all such things as shall further the above object.

## PART 3

### Membership

#### (a) Membership Category

The National Executive Committee hereinafter mentioned shall determine the category and Electoral Region to which any member is assigned and may from time to time exclude from membership any Centre, organisation or individual which, in the opinion of the National Executive

Committee, does not fulfil the requirements for membership. Any such decision to exclude from membership shall be subject to an appeal to the Annual General Meeting of the Association. The Electoral Regions shall be such parts of the United Kingdom as have from time to time been determined by the National Executive Committee.

(b) **Subscriptions**

Members of the Association shall pay subscriptions according to their Membership Category on a scale agreed at the Annual General Meeting of the Association. All subscriptions shall be banked to the account of the Association by the Honorary Treasurer or his/her nominee.

(c) **Honorary Members**

Persons invited by the National Executive Committee hereinafter mentioned. Honorary members shall not be required to pay any subscription.

#### **PART 4**

#### **Meetings and Decision Making of the Association**

(a) An Annual General Meeting shall be held not later than fifteen months after the date of the previous Annual General Meeting. Other General Meetings or postal ballots of Members may be called by the Secretary acting on the instruction of the National Executive Committee. An Extraordinary General Meeting shall be called by the Secretary upon receipt of a written request containing a notice of motion duly executed on behalf of not less six Member Organisations or Institutions.

(b) **Notice of Motions and Nominations for Election**

i) Notice of substantive motions and nominations for the election of Officers of the Association shall be given in writing to the Secretary not less than six weeks before a postal ballot of Members or a General Meeting and be circulated by him/her to the membership not less than three weeks before the return date/meeting

ii) Emergency or other important motions may be accepted at a meeting at shorter notice providing that not less than two thirds of those present and voting agree

(c) The National Executive Committee shall appoint a Standing Orders Committee whose duties shall include the conduct of voting, including the administration of any postal ballot of Members.

(d) The Annual General meeting shall:

i) receive the Annual Report of the National Executive Committee

ii) receive the Honorary Treasurer's Report

iii) receive the Independent Examiner's report on the Accounts

iv) elect:

a) a President

b) such Vice-Presidents as it may decide for a term of office of 5 years.

v) if the office of Chairman is vacant, elect a Chairman for a term of office of 2 years

vi) if the office of Treasurer is vacant, elect a Treasurer for a term of office of 2 years

vii) appoint an Independent Examiner of Accounts annually

viii) determine membership fees for the ensuing year

**PART 5****The National Executive Committee**

- (a) The administration of the affairs of the Association shall be conducted by a National Executive Committee ("the Committee").
- (b) The Committee shall consist of the following: -
- i) the President, ex officio
  - ii) the Chairman, ex officio
  - iii) the Honorary Treasurer, ex officio
  - iv) the Vice-Chairman, ex officio
  - v) the Honorary Secretary, ex officio. The Honorary Secretary shall, in the absence of the appointment of a General Secretary, take responsibility for the general administration of the Association, the giving and receiving of notices relating to meetings of the Association and all other matters which would otherwise be the duties of a General Secretary
  - vi) such Regional Representatives as have been duly elected by members in each of the designated Electoral Regions
  - vii) up to four members to be co-opted by the Committee who will serve as full members of the Committee until the next Annual General Meeting. When exercising the power to co-opt, the Committee shall have regard to ensuring equality of opportunity, organisational expertise and, wherever possible, representation on the Committee of adult learners, lay members, full-time teachers, part-time teachers, wardens or principals in Colleges or organisations.
- (c) **Elections**
- i) The National Officers as defined at 5 (b) (i) to (iii) above will be elected at the Annual General Meeting
  - ii) The NEC shall i) seek out and appoint a suitably qualified and experienced person (who need not be a current member) to be Honorary Secretary ii) any new Deputy Secretaries and elect from within their number a Vice Chairman for such term of office as it may decide.
  - iii) The National Executive Committee shall organise the election of Regional Representatives through a postal ballot of members living &/or working in each Region every two years.
- (d) On the resignation or death of one of the
- i) National Officers, as defined at 5(b) (i) to (iii) above, the remaining members of the National Executive Committee may appoint one of their number to serve in the role up to the time of the next Annual General Meeting.
  - ii) Regional Representatives, the National Executive Committee shall organise the election of a successor through a postal ballot of members living &/or working in the relevant Electoral Region for the remainder of the term of office.
- (e) The Committee may appoint such sub-committees as it thinks fit.

- (f) The Committee may appoint or authorise the appointment and remuneration of such staff as may, in the Committee's opinion, be necessary, including (if the Committee considers it necessary and expedient to do so) the appointment of a General Secretary.
- (g) Except as restricted by the Constitution or by any decision of a General Meeting the Committee shall exercise full powers in promoting the object of the Association in all matters.

## PART 6

### Voting Procedures

- (a) Except as otherwise stated, voting at all meetings shall be by show of hands and by simple majority. The Chairman shall have an additional casting vote.
- (b) Subject to the discretion of the Standing Orders Committee, any matter before a General meeting of the Association may be put to a card vote or to a secret ballot by those present at the meeting. Such votes by accredited voters only will be allotted as follows:
  - i) two or more votes to each Member Organisation or Institution represented at the meeting according to their Membership Category. Votes allocated to each Membership Category shall be determined by a General Meeting of the Association.
  - ii) one vote to each Individual Member and each Honorary member present at the meeting.
- (c) The National Executive Committee shall conduct a postal ballot of the Members for the election of Regional Representatives and may do so on any other issue. Notice of such a postal ballot will be in accordance with Part 4 (b) (i) and the outcome will be determined by a majority of votes, allotted in accordance with 6 (b) (i) & (ii) above and received by the return date.
- (d) Nominations for any election must reach the Honorary Secretary not less than six weeks before the date of an Annual General Meeting or deadline for ballot and must be circulated by the Honorary Secretary to the members not less than three weeks before the Meeting or return date. The election shall be conducted according to arrangements decided by the Standing Orders Committee and shall be by accredited voting as in (b) above.
- (e) The quorum at a:-
  - i) General Meeting of the Association shall be ten individuals, or such other number as the NEC shall from time to time determine, being at or above a minimum threshold of 6, who may be from any Membership Category.
  - ii) meeting of the National Executive Committee shall be five or such other number as the Committee shall from time to time determine.
- (f) Some National Executive Committee meetings may be conducted by telephone conference or other electronic means where this maximises participation. The quorum for such a meeting is a minimum of half of those entitled to vote. Provided that at least one physical meeting of all the Committee takes place each year.

## PART 7

### Association Finances

- (a) **Income**  
The Association shall have power to raise money by levying subscriptions from Members, receiving donations, legacies, payments under deed of covenant, grants-in-aid from statutory authorities, providing conferences, seminars and training courses, selling publications and carrying out any other lawful fund-raising activities.

**(b) Accounts**

The National Executive Committee and any subsidiary account holder shall comply with its obligations under the Charities Act 1993 (or any statutory re-enactment or modification of that Act).

All income and property of the Association shall be applied solely towards the object of the Association and for no other purpose, provided that nothing in this paragraph shall prevent the reimbursement of out of pocket expenses properly incurred on behalf of the Association.

- i) The Honorary Treasurer shall cause to be kept proper accounts of the finances of the Association.
- ii)
  1. The accounts of the Association shall be independently examined in accordance with the 1995 Regulations at least once a year by an independent examiner who shall satisfy the requirements of the Charities Act 1993 and any amendment thereto.
  2. The National Examiner of Accounts shall be appointed at the Annual General Meeting in accordance with paragraph 4 d (ix). If the Examiner of Accounts becomes unable to carry out these duties the National Executive Committee shall appoint a suitably qualified replacement to serve up to the time of the next Annual General Meeting.
- iii) A statement of accounts for the last financial year shall be submitted by the Committee to the Annual General Meeting together with the Independent Examiner's report. It will also transmit copies of both documents to the Charity Commission.
- iv) An account shall be maintained with such clearing bank or Building Society as the Committee shall from time to time determine.

**PART 8****Trust Property**

The title of all and any real and personal property which may be acquired by or for the purposes of the Association shall be vested in Trustees who shall be appointed by the Committee and who shall enter into a Deed of Trust setting forth the purposes and conditions under which they hold the same property in trust for the Association.

**PART 9****Alterations to the Constitution**

Any alterations of this Constitution will receive the assent of not less than two-thirds of the accredited voters present and voting at a meeting specially called for the purpose **PROVIDED THAT** notice of any such alterations shall have been received by the Secretary in writing not less than 21 clear days before the meeting at which the alteration is to be brought forward. At least 14 clear days notice in writing of such a meeting setting forth the terms of the alteration to be proposed shall be sent by the Secretary to each member of the Association **PROVIDED FURTHER THAT** no alteration to Parts 1 or this Part shall be made without the approval of the Court or of the Charity Commissioners or other Authority having jurisdiction under the Charities Act, 1993.

**PART 10****Notices**

Any notice may be served by the Secretary on any member either personally or by:-

- (a) sending it through the post in a prepaid letter addressed to such member at his/her or its last known address in the United Kingdom and any letter so sent shall be deemed to have been received within 10 days of posting.

- (b) an email sent to a member at his/her last known address, which shall be deemed to have been received within three days unless logged as rejected by the system.

## **PART 11**

### **Dissolution**

The Association may be dissolved by a resolution passed by a two-thirds majority of the accredited voters present and voting at a General Meeting of the Association of which at least four week's notice in writing shall have been sent to all members. Such resolution may give instructions for the disposal of any property or assets held by or in the name of the Association, provided that if any property or assets remain after the satisfaction of all debts and liabilities, such property and assets shall be given or transferred to some other charitable institution or institutions having objects similar to the object of the Association as the Association may, with the approval of the Charity Commissioners for England and Wales, determine.

## **PART 12**

### **Interpretation**

- (a) The Interpretation Act 1978 and any amendment thereto shall apply to the interpretation of this Constitution as it applies to the interpretation of any Act of Parliament.
- (b) Unless stated otherwise any electronic communication of text constitutes writing for the purposes of this Constitution.

**Approved and Adopted by the Special General Meeting, London, 11 October 2008**